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TORONTO STOCK EXCHANGE

FILING STATEMENT No. 173.
ACCEPTED FOR FILING, OCTOBER 8th, 1958.

TRIBAG MINING CO. LIMITED

Full corporate name of Company
Incorporated under the Companies Act (Ontario) by Letters Patent
dated Dec. 28, 1926, and Supplementary Letters Patent, Jan. 29, 1937
Particulars of incorporation (e.g., Incorporated under Part IV of The Corporations Act, 1953 (Ontario) by
Letters Patent dated May 1st, 1957) and July 18, 1956

FILING STATEMENT

OCT 14 1958

(To be filed with respect to any material change in a company's affairs, including among other things, an underwriting and option agreement, an issue of shares for property and a proposed re-organization.)

1. Head office address and any other office address.	Suite 2014 - 44 King Street West, Toronto, 1, Ontario.
2. Brief statement of the material change in the affairs of the company in respect of which this statement is filed.	1 - Subject to the approval of The Toronto Stock Exchange, the company proposes to acquire a working option on the property of Rand Malartic Mines Limited as set out in Schedule "A" - page 2. 2 - Change of one Director.
3. Names, addresses and chief occupations for the past five years of officers and directors.	<u>President & Director</u> M. D. Kinsella - 459 Huron Street, Toronto, Ontario. Surgeon <u>Vice-President & Director</u> E. R. Heald - 200 Bay Street, Toronto, Ontario Mining Executive <u>Secretary-Treasurer</u> E. H. Linton - Suite 2014 - 44 King St. West, Toronto, Ontario Secretary <u>Director</u> C. H. Franklin - 55 York Street, Toronto, Ontario. Executive
4. Share capitalization showing authorized and issued and outstanding capital.	Authorized: 3,000,000 shares \$1.00 par value Issued: 1,200,000 shares \$1.00 par value
5. Particulars in respect of any bonds, debentures, notes, mortgages, charges, liens or hypothecations outstanding or proposed to be issued.	NIL
6. Names, addresses and shareholdings of five largest registered shareholders and if shareholdings are pooled or escrowed, so stating. If shares are registered in names of nominees or in street names, give names of beneficial owners, if possible, and if names are not those of beneficial owners, so state.	See Schedule "B" - page 3.
7. Details of any treasury shares now the subject of any underwriting, sale or option agreement or of any proposed underwriting, sale or option agreement.	By agreement dated July 28, 1958, C. A. Kee & Company acting for and on behalf of its client, Prace Trading Limited, purchased 200,000 Treasury shares for \$40,000.00 and in consideration of the purchase received options on 200,000 shares @ 20¢ per share within 3 months : 200,000 shares at .25¢ per share within 6 months : 200,000 shares @ 30¢ per share within 9 months and 200,000 shares @ 35¢ per share. within 12 months. (See Filing Statement No. 119 of the Company)
8. Names and addresses of persons having any interest, direct or indirect, in underwritten or optioned shares or assignments, present or proposed, and, if any assignment is contemplated, particulars thereof.	Persons having a more than 5% interest in Prace Trading Limited are : C. H. Franklin, 55 York Street, Toronto, Ontario E. R. Heald, 200 Bay Street, Toronto, Ontario.
9. Number of shares held in escrow or in pool and a brief statement of the terms of escrow or the pooling agreement.	If the option set out in Schedule "A" is exercised, there will then be 500,000 shares of stock held in escrow, subject to regulations of the Toronto Stock Exchange.
10. Names and addresses of owners of more than a 5% interest in escrowed shares and their shareholdings. (If shares are registered in the names of nominees or in street names, give names of beneficial owners, if possible.)	NIL

SCHEDULE "A"

TRIBAG MINING CO., LIMITED

SUITE 2014 - 44 KING ST. WEST

TORONTO 1, ONTARIO

TELEPHONE EMPIRE 4-4902

8281 41 T30

September 24, 1958.

Rand Malartic Mines Limited,
Suite 2014 - 44 King Street West,
Toronto, 1, Ontario.

Dear Sirs:-

We are advised that your Company own 644 acres in Fourniere Township, Malartic area, North Western Quebec. These claims are numbered A-51645 to A-51656, both inclusive, being twelve claims in all. They apparently are well situated but require further development.

This Company is prepared to take a working option on these claims up to and inclusive of September 30th, 1960, on the understanding that it has an obligation to expend a minimum of \$50,000.00 on further development of these properties; all operations including engineering and supervision of the properties, shall be under the control of this Company.

Should it turn out, as anticipated, that the working option discloses sufficient to warrant further development, then Tribag Mining Co. Limited shall on exercising of this option transfer to your Company 500,000 shares of its stock, fully paid-up and non-assessable, and said claims, above indicated, shall be transferred to this Company. The said shares to be escrowed in accordance with Toronto Stock Exchange regulations. It is distinctly understood and agreed that this Company shall have possession of the said claims for development purposes.

You understand, of course, that an agreement acceptable to both parties will have to be prepared and executed, and approved by the Toronto Stock Exchange.

It will be appreciated if you will deal with this matter at once, as it will be necessary for you to call a special general meeting of your shareholders, so that the agreement covering the option on the said properties be approved by the shareholders.

Approved and accepted, subject
to the approval by Shareholders
at a special general meeting to be
called.

[Signature] Director

[Signature] Director

RAND MALARTIC MINES LIMITED

Yours very truly,

TRIBAG MINING CO. LIMITED,

"M.D. Kinsella"

"E.H. Linton"

[Signature] President.

[Signature] Secretary.

SCHEDULE "B"

FIVE LARGEST SHAREHOLDERS OF
TRIBAG MINING CO. LIMITED
AS OF SEPTEMBER 26th, 1958

Prace Trading Limited	1104 - 62 Richmond St. W., Toronto, Ontario.	198,500
Chartered Trust Company No 57238	34 King Street West, Toronto, Ontario.	162,620
New Redwood Gold Mines Ltd.	44 King Street West, Toronto, Ontario.	141,540
Dr. M. D. Kinsella	459 Huron Street, Toronto, Ontario.	25,000
Toronto General Trusts Corp. & Edith Mary McCuaig, Exrs. Estate of late Joseph Evans McCuaig.	253 Bay Street, Toronto, Ontario.	19,200

The Company is advised that Prace Trading Limited is the beneficial owner of approximately 100,000 shares registered in its name and the other shareholders listed above believed to be the beneficial owners or representatives of beneficial owners.

SCHEDULE "C"

TRIBAG MINING CO. LIMITED

(No Personal Liability)

INVESTMENTS AS AT JULY 31, 1958

	NO. OF <u>SHARES</u>	<u>BOOK VALUE</u>	<u>INDICATED MARKET VALUE</u>
LISTED STOCKS:			
American Nepthalene	2,500	\$ 5,212.50	\$ 1,875.00
Brunswick Mining & Smelting	1,000	11,725.00	3,000.00
Cochennour-Willans	1,200	1,698.00	3,000.00
Consolidated Howey	28,600	119,960.00	64,350.00
Eastern Mining & Smelting	7,000	46,150.00	2,590.00
Madsen Red Lake	1,000	1,900.00	2,400.00
Maritime Mining	5,400	15,479.00	5,076.00
New Senator Rouyn	171,600	<u>30,898.30</u>	<u>7,722.00</u>
		\$233,022.80	\$ 90,013.00
UNLISTED STOCKS:			
George Borgford Prospecting - Units	200	\$ 200.00	Nil
Bright Red Lake	449,900		\$ 6,748.50
Cameron Drilling - Preferred	3		
- Common	15	300.00	Nil
Cinderella Gold Mines	116,250	11,625.00	Nil
Doodad Prospecting - Units	500	1,000.00	Nil
Faulkenham Lake	4,500	1,445.12	Nil
Forty-Four Mines	250	228.75	137.50
Iskut River Mines	44,380	10,000.00	Nil
New Sepha Mines	950	85.50	Nil
Red Area	105,000		Nil
Silver Bar Mines	50,000	2,902.74	Nil
Sudbay Exploration	10,000	<u>3,000.00</u>	<u>Nil</u>
		\$ 30,787.11	\$ 6,886.00
ALLIED COMPANIES:			
New Redwood Gold Mines	767,373	\$ 98,551.43	\$ 26,858.05
Sladen (Quebec) Limited	<u>70,074</u>	<u>122,104.95</u>	<u>35,037.00</u>
		\$220,656.38	\$ 61,895.05
Totals		\$484,466.29	\$158,794.05

FINANCIAL STATEMENTS

TRIBAG MINING CO. LIMITED

(No Personal Liability)

(Incorporated under the laws of the Province of Ontario)

BALANCE SHEET

JULY 31, 1958

[illegible]

APPROVED:

"M. D. Kinsella"

Director

"E.R. Heald"

Director

TRIBAG MINING CO. LIMITED

(No Personal Liability)

ADMINISTRATION AND EXPLORATION AND DEVELOPMENT EXPENSES

JULY 31, 1958.

Total of Expenses to December 31, 1957	\$794,749.91	
Less:		
Proceeds from sale of Land, Dividends,		
Appreciation on Investments sold and		
Miscellaneous Receipts, Net	<u>284,693.04</u>	\$510,056.87

EXPENDITURES FOR SEVEN MONTHS ENDED JULY 31, 1958:

ADMINISTRATION,-		
Accounting and Secretarial Fees	\$ 1,400.00	
Annual Meeting expense	518.10	
Government Fees and Taxes	219.75	
Interest and Bank Charges	13.99	
Legal Fees	230.85	
Management Salary	1,625.00	
Miscellaneous	402.31	
Transfer Agents Fees	<u>1,089.98</u>	
	\$ 5,499.98	
EXPLORATION AND DEVELOPMENT,-		
Licenses, Fees and Taxes	<u>193.50</u>	
		\$ 5,693.48
Total Expenditures		\$515,750.35

Deduct:		
Proceeds from sale of land, net	\$ 18,552.10	
Interest earned	1,125.00	
Dividends received	228.00	
Amount received on Option for sale of		
claims, not completed	<u>1,125.00</u>	\$ 21,030.10

Balance, July 31, 1958 \$494,720.25

TRIBAG MINING CO., LIMITED

SUITE 2014 - 44 KING ST. WEST TORONTO 1, ONTARIO TELEPHONE EMPIRE 4-4902

October 7, 1958.

The Toronto Stock Exchange,
234 Bay Street,
Toronto, 1, Ontario.

Dear Sirs:-

This is to advise you there has been no change of any consequence effecting the Company's Financial position, as shown on the Balance Sheet dated, July 31, 1958.

Mours very truly,

TRIBAG MINING CO. LIMITED,

"E.H. Linton"

Secretary.

ENGINEERS' REPORTS

C.C. HUSTON & ASSOCIATES

MINING CONSULTANTS
2001-80 RICHMOND STREET WEST
TORONTO 1

C.C. HUSTON
H.H. COX

S.C. BROWN
G.S. DISLER
G.W. GOETTLER
N. FIRTH

EMPIRE 2-1474-5-6
CABLE "HURONTO"

September 18th, 1958.

To The Directors,
Tribag Mining Company Limited,
2014 - 44 King Street West,
Toronto, Ontario.

Dear Sirs:

I have been requested to report to your Company on the property of Rand Malartic Mines, Limited which is located in Fourniere Township, Quebec. This property lies between the properties of East Malartic Mines Limited on the west and Malartic Gold Fields Limited on the east, and consists of twelve mining claims having a total area of 644 acres.

The Noranda-Val d'Or Highway passes through the north edge of the claims. The Noranda-Senneterre branch of the Canadian National Railways passes a half mile to the north, and a transmission line of the Northern Quebec Power Company crosses the property.

J. E. Gill, Consulting Geologist, in a report on Rand Malartic Mines Limited, Fourniere Township, Quebec, dated September 25th 1951, made the following conclusions and I quote:

"While a lot of drilling has been done on this property, there are still some interesting possibilities to be tested. These are

1. Diorite dykes exposed on surface near the camp buildings and in drill holes eastward disappear westward before the 90-69-67 section is reached. A possible shear zone is suggested by the magnetic low passing northeastward through the collar of R-16. Ore may well occur along this zone.
2. A similar possible break is suggested by magnetic lows aligned northeastward in the central part of the property. Where the diorite dykes head into this, fracturing and mineralization may have occurred.

3. The sharp southward embayment in the North Zone at the east end deserves further testing.
4. Some additional drilling is also justifiable toward the west end of the North Zone.
5. The persistent occurrence of gold along the South Zone makes it desirable to drill about four more holes to fill in the gaps.
6. If all of this work fails to turn up anything more interesting, there is still enough in the west end of the 67 Zone and in the 39 Zone to justify an underground test when conditions become more favorable for gold mining."

In my opinion, the Rand Malartic property has merit as a possible gold producer and warrants further investigation by diamond drilling.

I recommend that initially a 10,000 foot diamond drilling programme be undertaken. Dependent on the results of this programme, it may be that additional drilling will be required.

I further recommend that if the results of the drilling warrant it, the shaft which was previously started, be completed to a depth of about 500 feet, and a programme of lateral work on three levels be effected so that the indications from diamond drilling may be investigated and developed.

For the initial 10,000 feet of diamond drilling, I estimate that the complete cost, including engineering, assaying etc., will be not more than \$50,000.

C E R T I F I C A T E

I, HERBERT HARRY COX, of the City of Toronto, in the Province of Ontario, do hereby certify that

1. I am a mining engineer residing at 134 Buckingham Avenue, Toronto, Ontario.
2. I am a graduate of Queen's University, Kingston, Ontario, with the degree of Bachelor of Science in Mining Engineering (1936).
3. I am a member of the Corporation of Professional Engineers of Quebec and of the Association of Professional Engineers of Ontario, and have been practising my profession for more than twenty years.
4. As an Associate of C. C. Huston & Associates, I am presently retained by Tribag Mining Company Limited as consulting engineer.
5. Except that I own 10,000 shares of Tribag Mining Company Limited and 6,500 shares of Rand Malartic Mines, Limited which I purchased on the open market, I have no other personal interest either directly or indirectly in the properties or securities of Tribag Mining Company Limited or of Rand Malartic Mines, Limited and I do not expect to receive any such interest.
6. I have personally visited the property of Rand Malartic Mines, Limited last week and on various occasions some years ago. Statements contained in this brief report are based upon investigations made by me.

Herbert H. Cox
Herbert H. Cox, P. Eng.



11. Brief statement of company's chief development work during past year.	The Company participated in approximately 6000 feet of diamond drilling in Duparquet Township, Quebec, and has maintained its interest in claims in the Province of Manitoba and New Brunswick.
12. Brief statement of company's future development plans, including proposed expenditure of proceeds of sale of treasury shares, if any.	Treasury funds available will be used for: 1 - Diamond drilling program on the Rand Malartic Mines Limited property as recommended by H. H. Cox, dated September 18th, 1958. 2 - Re-examination and exploration on the Company's claims in the Rouyn-Noranda area as recommended in the report by H. H. Cox, dated July 28th, 1958. 3 - General prospecting and property examination throughout the known mineral areas of Canada. 4 - General corporate purposes.
13. If assets include investments in the shares or other securities of other companies, give an itemized statement thereof showing cost or book value and present market value.	See Schedule "C" - page - 3.
14. Brief statement of any lawsuits pending or in process against company or its properties.	NIL
15. Names and addresses of persons whose shareholdings are large enough to materially affect control of the company.	Prace Trading Limited, 62 Richmond St. W., Toronto, Ontario. New Redwood Gold Mines Limited, 44 King St. W., Toronto, Ontario. Directors of New Redwood Gold Mines Limited are M.D.Kinsella, C.H.Franklin - E. R. Heald.
16. Any payments in cash or securities of the company made or to be made to a promoter or finder in connection with a proposed underwriting or property acquisition.	NIL
17. Names and addresses of vendors of any property or other assets intended to be purchased by the company showing the consideration to be paid.	NIL
18. Names and addresses of persons who have received or will receive a greater than 5% interest in the shares or other consideration to be received by the vendor. If the vendor is a limited company, the names and addresses of persons having a greater than 5% interest in the vendor company.	NIL
19. Statement of any other material facts and if none, so state.	There are no other material facts.

DATED.....October 7, 1958.

CERTIFICATE OF THE COMPANY

The foregoing, together with the financial information and other reports where required, constitutes full, true and plain disclosure of all material facts in respect of the matters referred to in Item 2 above and in respect of the company's affairs and there is no further material information applicable. (To be signed by two principal signing officers who are directors and the corporate seal to be affixed.)

TRIBAG MINING CO. LIMITED

"M.D. Kinsella".....
President
"E.R. Heald".....
Vice-President

CERTIFICATE OF UNDERWRITER OR OPTIONEE

To the best of my knowledge, information and belief, the foregoing, together with the financial information and the reports where required, constitutes full, true and plain disclosure of all material facts in respect of the matters referred to in Item 2 above and in respect of the company's affairs. Concerning matters which are not within my knowledge, I have relied upon the accuracy and adequacy of the information supplied to me by the company. (To be signed by underwriter or optionee registered with the Ontario Securities Commission or a corresponding body.)

TORONTO STOCK EXCHANGE

FILING STATEMENT No. 600.
FILED, AUGUST 3rd. 1961.

TRIBAG MINING CO. LIMITED

Full corporate name of Company

Incorporated under the Companies Act (Ontario) by Letters Patent dated Dec. 28, 1926, and Supplementary Letters Patent, Jan. 29, 1937

Particulars of incorporation (e.g., Incorporated under Part IV of the Corporations Act, 1953 and July 18, 1956.
(Ontario) by Letters Patent dated May 1st, 1957).

FILING STATEMENT

Reference is made to previous
Filing Statement No. 173.

(To be filed with respect to any material change in a company's affairs, including among other things, an underwriting and option agreement, an issue of shares for property and a proposed re-organization.)

1. Brief statement of the material change in the affairs of the company in respect of which this statement is filed.	Underwriting and option on 400,000 shares of Capital stock of the Company.																																								
2. Head office address and any other office address.	Suite 2014 - 44 King St. W., Toronto 1, Ontario.																																								
3. Names, addresses and chief occupations for the past five years of present or proposed officers and directors.	<u>President & Director</u> C.H.Franklin, 60 Miller St., Toronto 9, Executive. <u>Vice-President & Director</u> E. R. Heald Suite 2014 - 44 King St. W., Toronto 1, Mining Executive <u>Secretary-Treasurer & Director</u> E. H. Linton Suite 2014 - 44 King St. W., Toronto 1, Secretary.																																								
4. Share capitalization showing authorized and issued and outstanding capital.	Authorized: 3,000,000 shares \$1.00 par value Issued: 1,400,000 shares \$1.00 per value																																								
5. Particulars in respect of any bonds, debentures, notes, mortgages, charges, liens or hypothecations outstanding.	Not applicable <div>AUG 21 1961</div>																																								
6. Details of any treasury shares or other securities now the subject of any underwriting, sale or option agreement or of any proposed underwriting, sale or option agreement.	By agreement dated July 31, 1961, subject to acceptance for filing by The Toronto Stock Exchange, Wills, Bickle & Co. Limited, on behalf of clients, have agreed to firmly purchase 100,000 Treasury shares at 35 cents per share, payable forthwith. In consideration of the foregoing purchase the following options have been granted to Wills, Bickle & Co. Limited: 100,000 shares at .40¢ per share within 3 months 100,000 shares at .50¢ per share within 6 months 100,000 shares at .75¢ per share within 9 months																																								
7. Names and addresses of persons having any interest, direct or indirect in underwritten or optioned shares or other securities or assignments, present or proposed, and, if any assignment is contemplated, particulars thereof.	<table><tr><td>G. L. Jennison</td><td>- 243</td><td>Warren Road,</td><td>Toronto, Ont.</td></tr><tr><td>Hugh C. Cayley</td><td>- 16</td><td>Hillholme Road,</td><td>Toronto, Ont.</td></tr><tr><td>C. R. Slipp</td><td>- 45</td><td>2nd. Street,</td><td>Oakville, Ont.</td></tr><tr><td>J. E. Kennedy</td><td>- 312</td><td>Russell Hill Road,</td><td>Toronto, Ont.</td></tr><tr><td>Peter S. Gooderham</td><td>- 66</td><td>Garfield Avenue,</td><td>Toronto, Ont.</td></tr><tr><td>George Ollerenshaw</td><td>- 80</td><td>Oakes Drive,</td><td>Port Credit, Ont.</td></tr><tr><td>John A. Clarke</td><td>- 14</td><td>Green Valley Road,</td><td>Willowdale, Ont.</td></tr><tr><td>Alastair Stevenson</td><td>- 165</td><td>St. Leonard's Ave.,</td><td>Toronto, Ont.</td></tr><tr><td>E. A. Tice</td><td>- 331</td><td>Glengarry Avenue,</td><td>Toronto, Ont.</td></tr><tr><td>T. G. Drew-Brook</td><td>-</td><td>R.R.#1,</td><td>Hornby, Ont.</td></tr></table> <p>The above persons are all Directors of Wills, Bickle & Co. Limited. It is proposed to sell at .35¢ per share, plus the regular Stock Exchange commission, the 100,000 shares we have purchased at .35¢ per share to at least forty clients, none of whom will hold more than ten per cent of the shares referred to.</p>	G. L. Jennison	- 243	Warren Road,	Toronto, Ont.	Hugh C. Cayley	- 16	Hillholme Road,	Toronto, Ont.	C. R. Slipp	- 45	2nd. Street,	Oakville, Ont.	J. E. Kennedy	- 312	Russell Hill Road,	Toronto, Ont.	Peter S. Gooderham	- 66	Garfield Avenue,	Toronto, Ont.	George Ollerenshaw	- 80	Oakes Drive,	Port Credit, Ont.	John A. Clarke	- 14	Green Valley Road,	Willowdale, Ont.	Alastair Stevenson	- 165	St. Leonard's Ave.,	Toronto, Ont.	E. A. Tice	- 331	Glengarry Avenue,	Toronto, Ont.	T. G. Drew-Brook	-	R.R.#1,	Hornby, Ont.
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8. Any payments in cash or securities of the company made or to be made to a promoter or finder in connection with a proposed underwriting or property acquisition.	Not applicable																																								
9. Brief statement of company's future development plans, including proposed expenditure of proceeds of sale of treasury shares, if any.	The proceeds of the sale of these Treasury shares to be used for diamond drilling program on the Company's property in the Rouyn-Noranda area. Mr. A. C. Lee, P. Eng. of Noranda, Quebec, the Company's Consultant, has recommended a diamond drilling program covering a minimum of 10,500 feet of drilling, together with supplementary drilling for an additional 6,000 feet. The estimated cost of this program is \$35,000 to \$45,000, subject to drilling conditions encountered during the program.																																								

AUG 21 1961

FINANCIAL STATEMENTS

TRIBAG MINING CO. LIMITED

(No Personal Liability)

(Incorporated under the laws of the Province of Ontario)

BALANCE SHEET

JUNE 30, 1961

ASSETS

LIABILITIES

CURRENT

CURRENT

Cash in bank
Notes receivable from Mining Company
Advances to Mining Companies
Less: Provision for loss

\$ 84,105.20
50,000.00
7,361.06

Accounts payable and accrued

CAPITAL

\$ 141,466.26

Capital Stock:
Authorized,
3,000,000 shares of \$1.00 each

Marketable securities
(Indicated market value \$105,956.15)

358,778.74

PROPERTIES, MINING CLAIMS AND EXPENDITURES THEREON

Issued,
For Mining Properties and Surface
Rights,
For Cash,
Less: Discount on shares

502,887.10

DEFERRED

Administration and Exploration and Development
Expenses, per schedule
Cost of Supplementary Letters Patent

564,726.71
1,135.00

Capital Surplus arising from reduction
in Capital, 1956

583,355.07

Deficit

\$1,568,993.81

1,566,681.56

\$1,568,993.81

APPROVED:

Director

Director

(WHEN REQUIRED AUDIT)

SCHEDULE "B"

TRIBAG MINING CO. LIMITED

(No Personal Liability)

SCHEDULE OF INVESTMENTSJUNE 30, 1961

	<u>NO. OF SHARES</u>	<u>BOOK VALUE</u>	<u>MARKET VALUE</u>
LISTED STOCKS:			
Industrial Minerals	250	\$ 5,212.50	\$ 887.50
New Senator-Rouyn	439,460	46,550.55	17,578.40
Nickel Mining and Smelting	2,545	46,072.47	1,348.85
Paymaster	100,500	<u>20,351.25</u>	<u>15,075.00</u>
		\$118,186.77	\$ 34,889.75
UNLISTED STOCKS:			
Bright Red Lake (in escrow)	149,900		
Cameron Drilling - preferred	3	\$ 300.00	
- common	15		
Cinderella Gold Mines	116,250	11,625.00	
Forty-Four Mines	250	221.75	\$ 150.00
New Faulkenham	1,125	1,445.12	
New Sepha	950	85.50	
Red Area Mines	105,000		
Rowanda Athletic	240		
Silver Bar	50,000	2,939.58	
Sudbay Exploration	10,000	<u>3,000.00</u>	
		\$ 19,616.95	\$ 150.00
ALLIED COMPANIES:			
New Redwood Gold Mines	775,536	\$ 98,870.07	\$ 23,266.08
Sladen (Quebec) Limited	70,074	<u>122,104.95</u>	<u>47,650.32</u>
		\$220,975.02	\$ 70,916.40
Totals		<u>\$358,778.74</u>	<u>\$105,956.15</u>

TRIBAG MINING CO. LIMITED

(No Personal Liability)

ADMINISTRATION AND EXPLORATION AND DEVELOPMENT EXPENSESJUNE 30, 1961.

Total of Expenses to December 31, 1960	\$875,740.14
Less:	
Proceeds from sale of Land, Dividends, Appreciation of Investments and Miscellaneous Receipts, net	<u>314,327.83</u>
Balance December 31, 1960	\$561,412.31
EXPENDITURES FOR THE SIX MONTHS ENDED JUNE 30, 1961,-	
ADMINISTRATION:	
Fees	\$ 100.00
Office salaries, rent, telephone and office expense	2,100.00
Management salary	900.00
Miscellaneous	9.16
Government taxes	126.58
Property taxes	<u>78.66</u>
	\$ 3,314.40
Balance June 30, 1961	<u>\$564,726.71</u>

ENGINEER'S REPORT

Note - The following is an excerpt from a report by Alan C. Lee, P. Eng., dated August 7th. 1961, on Bagamac Property of Tribag Mining Company Limited, Rouyn Township, Quebec. A complete copy of the report is on file with the Toronto Stock Exchange.

Summary and Recommendations

In order to explore an unprospected horizon of favourable rocks, rhyolite breccias, it is proposed that a series of steep dipping holes be drilled in the northeast part of the property to a depth of about 2000 feet.

It is also proposed that the Gamble street "break" be explored by four holes from the north side. Further, two holes are proposed in the rhyolite at the southeast corner of the property between the Edward lake fault and the Bagamac fault.

Diamond Drilling Recommended

<u>Hole No.</u>	<u>Dip</u>	<u>Bearing</u>	<u>Depth</u>	<u>Location</u>
A	Vert. or 85°	SE	2,000 ft.	Lakeshore, Noranda boundary
B	Vert. or 85°	S	2,000 "	Courthouse, " "
C	Vert. or 85°	SE	2,000 "	NW corner Tribag & Noranda
D	45°	S	1,000 "	Albert Hotel parking lot
E	45°	S	1,000 "	Behind Windsor hotel
F	45°	S	500 "	S of St. Joseph's church
G	45°	N	500 "	Mercier & Taschereau streets
H	45°	NW	750 "	Collar 59-9
I	45°	NW	<u>750</u> "	Huclif east end
			10,500 ft.	

Supplementary Drilling:

"J", "K", & "L", 3 holes @ 2,000' - 6,000 ft.
16,500 ft. cost - \$ 45,000 (about)

COST ESTIMATE

Core boxes and assaying -	1,800
Core storage and hole surveys -	1,000
Core grabber, part time, 8 months @ \$125 -	1,000
Truck and travelling -	500
Engineering and drafting -	1,000
Consulting engineer, 8 months @ \$500 -	<u>4,000</u>
	\$ 54,300

NORANDA, QUEBEC

Alan C. Lee
Alan C. Lee,
Professional Engineer,
Province of Quebec.



C E R T I F I C A T E



Tribag Mining Company Limited,
Suite 2014,
44 King Street, West,
Toronto, Ontario.

I, ALAN C. LEE, of the City of Noranda, in
the province of Quebec, do hereby certify that:

- 1) I am a Mining Engineer with an office situated
at 100 Fifth Street, Noranda, Quebec.
- 2) I am a graduate of the University of Toronto in
Mining Engineering and have practised my profess-
ion as a Consulting Engineer in this area for over
twenty years.
- 3) I have no interest direct or indirect in the pro-
perty of Tribag Mining Company Limited in Rouyn
township, nor do I expect to receive any. I have
no interest in Tribag Mining Company Limited or
in the securities of the company, nor do I expect
to receive any.
- 4) My report dated August 7, 1961 is based on personal
knowledge of the property acquired over the past 15
years and during my supervision of work done on the
property in 1959.

DATED this 7th day of August, 1961.

NORANDA, QUEBEC



Alan C. Lee,
Professional Engineer,
Province of Quebec.

10. Brief statement of company's chief development work during past year.	Review and study of the geological and ore making possibilities of the company's property in the Rouyn-Noranda area.															
11. Names and addresses of vendors of any property or other assets intended to be purchased by the company showing the consideration to be paid.	Not applicable															
12. Names and addresses of persons who have received or will receive a greater than 5% interest in the shares or other consideration to be received by the vendor. If the vendor is a limited company, the names and addresses of persons having a greater than 5% interest in the vendor company.	Not applicable															
13. Number of shares held in escrow or in pool and a brief statement of the terms of escrow or the pooling agreement.	NIL															
14. Names and addresses of owners of more than a 5% interest in escrowed shares and their shareholdings (If shares are registered in the names of nominees or in street names, give names of beneficial owners, if possible.)	Not applicable															
15. Names, addresses and shareholdings of five largest registered shareholders and if shareholdings are pooled or escrowed, so stating. If shares are registered in names of nominees or in street names, give names of beneficial owners, if possible, and if names are not those of beneficial owners, so state.	<table><tr><td>* Sladen (Quebec) Limited</td><td>Toronto, Ont.</td><td>212,721</td></tr><tr><td># Doherty Roadhouse & Company</td><td>"</td><td>161,356</td></tr><tr><td>* New Redwood Gold Mines Ltd.</td><td>"</td><td>153,336</td></tr><tr><td># C. A. Kee & Company</td><td>"</td><td>143,000</td></tr><tr><td>* Prace Trading Company Ltd.</td><td>"</td><td>115,500</td></tr></table> <p>* Beneficial Owner # Not Beneficial Owner</p>	* Sladen (Quebec) Limited	Toronto, Ont.	212,721	# Doherty Roadhouse & Company	"	161,356	* New Redwood Gold Mines Ltd.	"	153,336	# C. A. Kee & Company	"	143,000	* Prace Trading Company Ltd.	"	115,500
* Sladen (Quebec) Limited	Toronto, Ont.	212,721														
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* New Redwood Gold Mines Ltd.	"	153,336														
# C. A. Kee & Company	"	143,000														
* Prace Trading Company Ltd.	"	115,500														
16. Names, and addresses of persons whose shareholdings are large enough to materially affect control of the company.	The Directors acting together with Prace Trading Limited, Sladen (Quebec) Limited and New Redwood Gold Mines Limited, 44 King St. W., Toronto, Ont. have shareholdings large enough to materially affect control of the Company. Messrs. Franklin and Heald are Directors of the aforementioned companies.															
17. If assets include investments in the shares or other securities of other companies, give an itemized statement thereof showing cost or book value and present market value.	See Schedule "B" on page 3.															
18. Brief statement of any lawsuits pending or in process against company or its properties.	None															
19. The date of and parties to and the general nature of every material contract entered into by the company which is still in effect and is not disclosed in the foregoing.	None															
20. Statement of any other material facts and if none, so state. Also state whether any shares of the company are in the course of primary distribution to the public.	No other material facts. The shares of the Company are in the course of primary distribution.															

CERTIFICATE OF THE COMPANY

DATED August 1, 1961.

The foregoing, together with the financial information and other reports where required, constitutes full, true and plain disclosure of all material facts in respect of the matters referred to in Item 1 above and in respect of the company's affairs and there is no further material information applicable. (To be signed by two principal signing officers who are directors and the corporate seal to be affixed.)

"E.R. Heald"

TRIBAG MINING CO. LIMITED,
CORPORATE
SEAL

"E.H. Linton"

CERTIFICATE OF UNDERWRITER OR OPTIONEE

To the best of my knowledge, information and belief, the foregoing, together with the financial information and the reports where required, constitutes full, true and plain disclosure of all material facts in respect of the matters referred to in Item 1 above in respect of the company's affairs. Concerning matters which are not within my knowledge, I have relied upon the accuracy and adequacy of the information supplied to me by the company. (To be signed by underwriter or optionee registered with the Ontario Securities Commission or a corresponding body.)

"H.C. Cayley"

"E.A. Tice"

TORONTO STOCK EXCHANGE

FILING STATEMENT NO. 901.
FILED, APRIL 11th, 1963.

TRIBAG MINING CO. LIMITED

Full corporate name of Company
Incorporated under the Companies Act (Ontario) by Letters Patent dated
Dec. 28, 1926 and Supplementary Letters Patent Jan. 29, 1937 and July 18, 1956.
Particulars of incorporation (e.g., Incorporated under Part IV of the Corporations Act, 1953
(Ontario) by Letters Patent dated May 1st, 1957).

FILING STATEMENT

Reference is made to previous
Filing Statement No. 727.

MAY 2 1963

(To be filed with respect to any material change in a company's affairs, including among other things,
an underwriting and option agreement, an issue of shares for property and a proposed re-organization.)

1. Brief statement of the material change in the affairs of the company in respect of which this statement is filed.	The Company has entered into the underwriting and option agreement referred to in Item 6. Sale of securities as shown on Statement of Source & Application of Funds.
2. Head office address and any other office address.	Suite 2014 - 44 King Street West, Toronto 1, Ontario.
3. Names, addresses and chief occupations for the past five years of present or proposed officers and directors.	President & Director: C. H. Franklin, 27 Country Lane, Toronto, -Executive Vice-President & Director: E. R. Heald, 56 Ridley Blvd., Toronto - Mining Executive Secretary-Treasurer & Director: E.H.Linton, 2014-44 King St.W., Toronto 1, Secretary.
4. Share capitalization showing authorized and issued and outstanding capital.	Authorized: 3,000,000 shares \$1.00 par value Issued: 1,950,000 shares \$1.00 par value
5. Particulars in respect of any bonds, debentures, notes, mortgages, charges, liens or hypothecations outstanding.	None
6. Details of any treasury shares or other securities now the subject of any underwriting, sale or option agreement or of any proposed underwriting, sale or option agreement.	By an agreement dated April 9, 1963, Draper Dobie & Co. Ltd., 25 Adelaide Street West, Toronto, Ontario, on behalf of a client has underwritten 100,000 Treasury shares @ 75¢ per share payable on the acceptance hereof for filing by the Toronto Stock Exchange and has been granted options to purchase an additional 900,000 Treasury shares as follows: 100,000 shares @ .75¢ per share within 3 months 200,000 shares @ 1.00 per share within 6 months 200,000 shares @ 1.25 per share within 9 months 200,000 shares @ 1.50 per share within 12 months 200,000 shares @ 2.00 per share within 15 months
7. Names and addresses of persons having any interest, direct or indirect in underwritten or optioned shares or other securities or assignments, present or proposed, and, if any assignment is contemplated, particulars thereof.	Draper Dobie & Co. Ltd. entered into the agreement referred to in Item 6, on behalf of R. A. Lambert & Co. Ltd, Fredericton, N.B. The only person having an interest direct or indirect in R. A. Lambert & Co. Ltd. is R.A.Lambert
8. Any payments in cash or securities of the company made or to be made to a promoter or finder in connection with a proposed underwriting or property acquisition.	NIL
9. Brief statement of company's future development plans, including proposed expenditure of proceeds of sale of treasury shares, if any.	Diamond Drilling program at the Company's Batchawana property, in accordance with the recommendations of consulting geologist.

FINANCIAL STATEMENTS

TRIBAG MINING CO. LIMITED

(No Personal Liability)

(Incorporated under the laws of the Province of Ontario)

BALANCE SHEET

FEBRUARY 28, 1963

ASSETS

CURRENT			
Cash in bank		\$	8,927.01
Accounts Receivable	\$ 15,040.97		
Less: Provision for loss	<u>3,605.84</u>	<u>11,435.13</u>	\$ 20,362.14
PREPAID EXPENSES			1,000.00
INVESTMENTS, at cost (market value - \$104,471.15)			276,386.93
PROPERTIES, MINING CLAIMS AND EXPENDITURES THEREON			599,091.65
DEFERRED			
Administration and Exploration and Development Expenses per schedule	\$ 824,130.22		
Cost of Supplementary Letters Patent	<u>1,135.00</u>	<u>825,265.22</u>	
			<u>\$1,722,105.94</u>

LIABILITIES

CURRENT			
Accounts Payable		\$	36,065.70
CAPITAL			
Capital Stock:			
Authorized,-			
3,000,000 shares of \$1.00 each			
Issued,-			
For Mining Properties and Surface Rights	495,000		
For Cash	<u>1,455,000</u>		
	1,950,000	\$1,950,000.00	
Less: Discount on shares	<u>707,500.00</u>	\$1,242,500.00	
Capital Surplus arising from reduction in Capital, 1956		<u>583,355.07</u>	
		<u>\$1,825,855.07</u>	
Less: Deficit		<u>139,814.83</u>	<u>1,686,040.24</u>
			<u>\$1,722,105.94</u>

APPROVED:

[Signature] Director
[Signature] Director

TRIBAG MINING CO. LIMITED

(No Personal Liability)

ADMINISTRATION AND EXPLORATION AND DEVELOPMENT EXPENSES

FEBRUARY 28, 1963

Total of Expenses to December 31, 1962	\$1,132,895.15
Less:	
Proceeds from sale of Land, Dividends	
Appreciation of Investments sold and miscellaneous receipts, net	<u>316,578.99</u>
	<u>\$816,316.16</u>

EXPENDITURES FOR THE PERIOD TO FEBRUARY 28, 1963:

ADMINISTRATION:			
Accounting and secretarial	\$ 1,350.00		
Management salary	650.00		
Office expense	688.82		
Stock Exchange fees	<u>100.00</u>		
		\$	2,788.82
EXPLORATION AND DEVELOPMENT:			
<u>Breton Property</u>			
Geological Services	\$ 2,628.45		
Engineering Services	914.48		
Board	969.72		
Travel expense	250.30		
Maps	1.50		
Assaying	98.10		
Fees and licenses	155.25		
Unemployment Insurance	<u>7.44</u>		
		\$	<u>5,025.24</u>
			<u>\$ 7,814.06</u>

BALANCE FEBRUARY 28, 1963



\$824,130.22

TRIBAG MINING CO. LIMITED

Source & Application of Funds



March 1, 1962 to March 31, 1963

Balance on Hand - March 1, 1962	\$ 104,587.35
Dividends Received	125.00
Accounts Receivable	3,000.00
Sale of 100,500 shares Paymaster	14,070.00
Sale of 207,500 shares New Senator-Rouyn	16,120.72
Sale of 775,536 shares New Redwood Gold Mines	60,500.00
	<u>\$ 198,403.07</u>
Less:	
Exploration & Development Noranda	\$ 27,931.22
Exploration & Development Batchawana	144,731.86
Purchase of 16,500 New Senator	2,307.29
Administration Expenses	9,197.52
Claims	7,715.25
Accounts Receivable	378.56
Balance on Hand, March 31, 1963	<u>6,141.37</u>
	<u>\$ 198,403.07</u>

 Director
 Director

There has been no material change in any of the items shown
in the Balance Sheet dated February 28, 1963 to date hereof.

April 10, 1963

 Director
 Director

ENGINEER'S REPORT

Note - The following are excerpts from a report by Halet, Broadhurst & Ogden, dated January 17th, 1963, on the Company's Batchawana Property, Sault Ste. Marie Mining Division, Ontario. A complete copy of this report is on file at the Toronto Stock Exchange.

SUMMARY

The Tribag property comprises 135 unpatented mining claims located 10 miles east of Lake Superior and 50 miles north of Sault Ste. Marie, Ontario. It is accessible by bush road to a main highway. The terrain is mountainous and forest covered but presents no major obstacles to exploration. The original copper showings were found in 1954 and previous work on the present property is confined to periods during 1955, 1956 and 1961. The current exploration programme started in May 1962.

The claim block is underlain by granite on the north side and by a complex of gabbros and volcanic rocks to the south. Three major areas of breccia have been outlined in the contact area over a distance of two miles. Other areas of brecciation have been indicated by surface mapping and diamond drilling.

The Breton breccia is the only area explored in detail by diamond drills. It lies within the granite and the fragments are composed of granite, gabbro, volcanics and felsite in that order of abundance with a matrix of quartz carbonate. The surface area is 1000' by 200' which enlarges at a depth of 750' to 1000' by 700'. The structure appears to have the shape of an inverted cone with every indication that this characteristic is caused by a domal structure due to cross-folding.

Chalcopyrite and pyrite with minor amounts of sphalerite and galena are found throughout the breccia. Chalcopyrite is concentrated in a number of zones which provide tonnage-grade

estimates such as 417,440 tons of 2.08% copper up to 1,648,000 tons of 0.84% copper. The net effects of dilution, upgrading of copper values because of the loss of sulphides during drilling, the presence of subsidiary metals and the importance of pyrite concentrates have not been evaluated.

The East breccia is the largest known brecciated area and lies in a complex of basic rocks. Chalcopyrite occurrences are widespread and the extensive nature of the copper mineralization was substantiated by the limited drilling. The fragments are predominately basic with felsite and aplite next in abundance. Quartz-carbonate is a minor matrix filling. Molybdenite is more prevalent than in the Breton breccia. Chalcopyrite is not associated with the quartz-carbonate but appears to replace the country rock. The presence of this breccia was not known until mid summer of 1962.

The West breccia has geological conditions which are similar to the East breccia with the exception that quartz-carbonate is more prevalent. Chalcopyrite is known to occur in the breccia and the one drill hole put down showed strong faulting conditions. Too little is known of the structure at this time to assess the possibilities adequately.

Magnetometer and self potential surveys checked closely with the geological findings and aided in delineating the faulting. The self potential survey disclosed several mineral occurrences outside the major breccia areas. At least two of these contain interesting copper and molybdenum values. Additional work would be necessary to evaluate all the anomalies.

CONCLUSIONS

Diamond drilling on the Breton breccia has indicated approximately $\frac{1}{2}$ million tons of 2% copper down to the depth drilled. The domal structure of the mineralized zones is favourable for the occurrence of similar bodies at depth. Greater tonnages per vertical foot should be anticipated at depth because of the increasing width of the breccia.

A more recent discovery, the East breccia, presents an excellent prospecting bet with large tonnage potential. The mineralization is of the replacement type. There is reason to suspect that structural conditions may be similar to those of the Breton zone. Moreover, the surface area is approximately six times the size of the Breton breccia.

The large area controlled by the Company contains geological and structural conditions which are known as suitable environments for the deposition of ore deposits. There are several promising showings and ample acreage in which to find more than one economic deposit. There are at least three other known mineralized occurrences which need to be tested, including the large West breccia. Any one of these could add significantly to the potential of the property.

RECOMMENDATIONS

Phase I

(a) In order to complete the present pattern of vertical drilling in the Breton breccia, the following is recommended:

1. Complete hole V-19 at 0 \angle 00 and 4 \angle 00 E
2. Drill hole V23 at 1 \angle 00 N and 2 \angle 00 W
3. Drill a hole at 0 \angle 00 and 1 \angle 00 E
4. Drill a hole at 1 \angle 00 N and 3 \angle 00 E
5. Drill a 300 ft. hole at 3 \angle 00 N and 0 \angle 50 E
6. Deepen several holes already drilled: V-1, V-2, V-3, V-4, V-6, and V-8, of which hole V-2 should be drilled to 1500 feet.

Estimated cost:

Drilling 6000' @ \$5.50 = \$33,000

(b) The lake lying to the north of the Breton zone should be covered by an Induced Polarization Survey.

Because it is considered that S.F. anomaly #2 is linked structurally to the Breton zone by the north-west cross-fold, the I.P. Survey should be extended over this area.

The East breccia requires an I.P. Survey in order to define, if possible, zones of concentrated mineralization as a guide to drilling.

Estimated cost:

I.P. Survey = \$5,000

Phase II

(a) Based on the results obtained in completing the drilling on the Breton breccia it is possible that a programme of deeper drilling should be implemented.

Estimated cost:

Drilling 22000' @ \$6.00 = \$132,000

(b) If a guide to drilling is established by the I.P. Survey on the East breccia, a 100' grid pattern of drilling would probably be required. However, if the survey gives no guide to detailed drilling, a pattern of up to 30 vertical holes to a depth of at least 500', on a 200' grid, is warranted to fully explore the breccia.

Estimated cost:

15000' @ \$5.50 = \$82,500

CERTIFICATE

I, Stanley Vernon Burr of the City of London in the Province of Ontario, hereby certify as follows:

1. That I am a Consulting Geologist and that I reside in London.
2. That I am a graduate in Geology of Queen's University, holding the degree of Master of Arts, a Fellow of the Geological Association of Canada, a member of the Society of Economic Geologists, Canadian Institute of Mining and Metallurgy, the Mineralogical Association of Canada and of the Professional Engineers of Manitoba, and I have been practising my profession for over twenty years.
3. That I have no interest, either directly or indirectly, in the property covered by this report, nor in Tribag Mining Company, nor do I expect to receive such interest.
4. That this report is based on actual field work over the period described in the body of this report.

S. V. Burr, M.A.



Dated at London, Ontario, this
17th day of January, 1963.

CERTIFICATE

I, Philip S. Broadhurst of the City of Toronto, in the Province of Ontario, hereby certify as follows:

- 1 - That I am a Consulting Mining Engineer and that I reside in Toronto.
- 2 - That I am a graduate in Mining Engineering from Queen's University, a member of the Canadian Institute of Mining and Metallurgy and the Association of Professional Engineers of Ontario, and that I have been practising my profession for over twenty years.
- 3 - That I have no interest either directly or indirectly in the properties covered by this report nor do I expect to receive any interest either directly or indirectly in the properties covered by this report.
- 4 - That I have been directly concerned with the entire drilling programme carried out on the property from October 1961 to December 1962 and with the compilation of data and recommendations included in the report under date of January 17, 1963.



P. S. Broadhurst, P. Eng.

Dated at Toronto, Ontario, this 17th day of January 1963.

10. Brief statement of company's chief development work during past year.	The Company carried out extensive exploration work on its 135 claim group, Batchawana property, District of Algoma, Lake Superior area, consisting of prospecting, geological mapping, geophysical survey and approx. 32,000 ft. of diamond drilling, approx. 6,000 ft. of diamond drilling on the Rouyn Township property.																																																																																		
11. Names and addresses of vendors of any property or other assets intended to be purchased by the company showing the consideration to be paid.	None																																																																																		
12. Names and addresses of persons who have received or will receive a greater than 5% interest in the shares or other consideration to be received by the vendor. If the vendor is a limited company, the names and addresses of persons having a greater than 5% interest in the vendor company.	None																																																																																		
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16. Names, and addresses of persons whose shareholdings are large enough to materially affect control of the company.	The Directors acting together with Sladen (Quebec) Limited and New Redwood Gold Mines Limited, have shareholdings large enough to materially affect control of the Company. Messrs. E.R. Heald and C.H. Franklin are Directors of Sladen (Quebec) Limited and New Redwood Gold Mines Limited.																																																																																		
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Rouanda Athletic	240	--	--																																																																																
Silver Bar Mines	50,000	2,939.58	--																																																																																
Sudbay Exploration	10,000	3,000.00	--																																																																																
ALLIED COMPANIES:																																																																																			
Sladen (Quebec) Limited	70,074	122,104.95	49,051.80																																																																																
		\$ 276,386.93	\$ 104,471.15																																																																																
18. Brief statement of any lawsuits pending or in process against company or its properties.	None																																																																																		
19. The dates of and parties to and the general nature of every material contract entered into by the company which is still in effect and is not disclosed in the foregoing.	The Company is not a party to any material contracts entered into by it otherwise than in the ordinary course of its business which is still in effect or which is not disclosed in the foregoing.																																																																																		
20. Statement of any other material facts and if none, so state. Also state whether any shares of the company are in the course of primary distribution to the public.	There is no other material fact not declared by the foregoing. Upon the acceptance hereof for filing by the Toronto Stock Exchange the shares purchased pursuant to the agreement referred to in Item 6 will be in the course of primary distribution to the public.																																																																																		

CERTIFICATE OF THE COMPANY DATED April 9, 1963

The foregoing, together with the financial information and other reports where required, constitutes full, true and plain disclosure of all material facts in respect of the matters referred to in Item 1 above and in respect of the company's affairs and there is no further material information applicable. (To be signed by two principal signing officers who are directors and the corporate seal to be affixed.)

"E.R. Heald"

TRIBAG MINING CO. LIMITED
CORPORATE
SEAL

"E.H. Linton"

CERTIFICATE OF UNDERWRITER OR OPTIONEE

To the best of my knowledge, information and belief, the foregoing, together with the financial information and the reports where required, constitutes full, true and plain disclosure of all material facts in respect of the matters referred to in Item 1 above in respect of the company's affairs. Concerning matters which are not within my knowledge, I have relied upon the accuracy and adequacy of the information supplied to me by the company. (To be signed by underwriter or optionee registered with the Ontario Securities Commission or a corresponding body.)

"H.W. Knight Jr."

THE TORONTO STOCK EXCHANGE

FILING STATEMENT NO. 1176.
FILED, SEPTEMBER 24th, 1964.

TRIBAG MINING CO. LIMITED

Incorporated under the ^{Full corporate name of Company} Companies Act (Ontario) by Letters Patent dated Dec. 28, 1926 and Supplementary Letters Patent Jan. 29, 1937
Particulars of incorporation (e.g., Incorporated under Part IV of the Corporations Act, 1953 and July 18, 1956 (Ontario) by Letters Patent dated May 1st, 1957).

FILING STATEMENT

Reference is made to previous Filing Statement 901

(To be filed with respect to any material change in a company's affairs, including among other things, an underwriting and option agreement, an issue of shares for property and a proposed re-organization.)

1. Brief statement of the material change in the affairs of the company in respect of which this statement is filed.	The Company has entered into the underwriting agreement referred to in Item 6. - Sale of securities as shown on Statement of Source and Application of Funds.
2. Head office address and any other office address.	Suite 2014 - 44 King Street West, Toronto 1, Ontario
3. Names, addresses and chief occupations for the past five years of present or proposed officers and directors.	President & Director: C.H. Franklin, 27 Country Lane, Toronto - Executive Vice-Pres. & Director: E. R. Heald, 56 Ridley Blvd., Toronto - Mining Executive Director: H.H. Huestis, 355 Burrard Street, Vancouver, B.C., President & Managing Director, Bethlehem Copper Corporation, Ltd. Secretary-Treas.: P.D. Hattie, 36 Maple Street S., Port Credit, Ontario - Accountant
4. Share capitalization showing authorized and issued and outstanding capital.	Authorized: 3,000,000 shares Issued: 2,752,000 shares
5. Particulars in respect of any bonds, debentures, notes, mortgages, charges, liens or hypothecations outstanding.	None
6. Details of any treasury shares or other securities now the subject of any underwriting, sale or option agreement or of any proposed underwriting, sale or option agreement.	By an agreement dated September 22, 1964 Gardiner, Watson Limited, 335 Bay Street, Toronto on behalf of the client named in Item 7, has underwritten 200,000 treasury shares at \$1.50 per share payable forthwith upon the acceptance hereof for filing. No options are contained in the said agreement.

7. Names and addresses of persons having any interest, direct or indirect in underwritten or optioned shares or other securities or assignments, present or proposed, and, if any assignment is contemplated, particulars thereof.	The Underwriter named in Item 6 has entered into the agreement therein referred to, on behalf of its client R.A. Lambert and Company, Ltd., Lord Beaverbrook Hotel, Fredericton, N.B. The only person having a more than 5% interest in R.A. Lambert and Company, Ltd. is R.A. Lambert, Fredericton, New Brunswick.										
8. Any payments in cash or securities of the company made or to be made to a promoter or finder in connection with a proposed underwriting or property acquisition.	Nil										
9. Brief statement of company's future development plans, including proposed expenditure of proceeds of sale of treasury shares, if any.	The Company proposes to continue the development of its Batchawana property. A programme including drifting, x-cutting, and underground diamond drilling has been commenced and will continue in conjunction with the sinking of the shaft on the property. It is anticipated that bulk samples for mill test work and some idea of the general configuration of certain ore zones will be available within a few weeks. The Company proposes to expend the proceeds of sale of the treasury shares referred to in Item 6 to supplement its working capital position in anticipation of the continuation of the work programme outlined above.										
10. Brief statement of company's chief development work during past year.	During the past year the Company completed an extensive surface exploration programme on its Batchawana property and commenced the underground exploration programme referred to in Item 9. The Company's other properties have been maintained in good standing.										
11. Names and addresses of vendors of any property or other assets intended to be purchased by the company showing the consideration to be paid.	None										
12. Names and addresses of persons who have received or will receive a greater than 5% interest in the shares or other consideration to be received by the vendor. If the vendor is a limited company, the names and addresses of persons having a greater than 5% interest in the vendor company.	Not applicable										
13. Number of shares held in escrow or in pool and a brief statement of the terms of escrow or the pooling agreement.	315,000 shares held in escrow, subject to release only with consent of The Toronto Stock Exchange.										
14. Names and addresses of owners of more than a 5% interest in escrowed shares and their shareholdings (If shares are registered in the names of nominees or in street names, give names of beneficial owners, if possible.)	<table> <tr> <td>C. H. Franklin, 27 Country Lane, Toronto</td> <td>135,000 shares escrowed</td> </tr> <tr> <td>E.R. Heald 56 Ridley Blvd., Toronto</td> <td>135,000 shares escrowed</td> </tr> <tr> <td>A. Breton Sault Ste. Marie, Ontario</td> <td>45,000 shares escrowed</td> </tr> </table>	C. H. Franklin, 27 Country Lane, Toronto	135,000 shares escrowed	E.R. Heald 56 Ridley Blvd., Toronto	135,000 shares escrowed	A. Breton Sault Ste. Marie, Ontario	45,000 shares escrowed				
C. H. Franklin, 27 Country Lane, Toronto	135,000 shares escrowed										
E.R. Heald 56 Ridley Blvd., Toronto	135,000 shares escrowed										
A. Breton Sault Ste. Marie, Ontario	45,000 shares escrowed										
15. Names, addresses and shareholdings of five largest registered shareholders and if shareholdings are pooled or escrowed, so stating. If shares are registered in names of nominees or in street names, give names of beneficial owners, if possible, and if names are not those of beneficial owners, so state.	<table> <tr> <td>#Draper, Dobie & Co. Ltd., 25 Adelaide St. W.</td> <td>540,505</td> </tr> <tr> <td>#Wills, Bickle & Co. Ltd., 44 King St. W.</td> <td>276,775</td> </tr> <tr> <td>@Sladen (Quebec) Limited, 44 King St. W.</td> <td>193,221</td> </tr> <tr> <td>#H.M. Chisholm & Co. Ltd., 82 Richmond St. W.</td> <td>157,500</td> </tr> <tr> <td>@New Redwood Gold Mines Ltd., 44 King St. W.</td> <td>143,335</td> </tr> </table> <p>#Not beneficial owner @ Beneficial owner</p>	#Draper, Dobie & Co. Ltd., 25 Adelaide St. W.	540,505	#Wills, Bickle & Co. Ltd., 44 King St. W.	276,775	@Sladen (Quebec) Limited, 44 King St. W.	193,221	#H.M. Chisholm & Co. Ltd., 82 Richmond St. W.	157,500	@New Redwood Gold Mines Ltd., 44 King St. W.	143,335
#Draper, Dobie & Co. Ltd., 25 Adelaide St. W.	540,505										
#Wills, Bickle & Co. Ltd., 44 King St. W.	276,775										
@Sladen (Quebec) Limited, 44 King St. W.	193,221										
#H.M. Chisholm & Co. Ltd., 82 Richmond St. W.	157,500										
@New Redwood Gold Mines Ltd., 44 King St. W.	143,335										

TRIBAG MINING CO. LIMITED
INVESTMENTS, AS AT JUNE 30, 1964

	<u>No. of Shares</u>	<u>Book Value</u>	<u>Market Value</u>
<u>Listed Companies</u>			
Industrial Minerals Ltd.	250	\$ 5,212.50	\$ 2,468.75
Metal Mines Ltd.	509	46,072.47	412.29
New Senator-Rouyn Ltd.	766,875	83,380.06	115,031.25
<u>Unlisted Companies</u>			
Bright Red Lake Mines Ltd.	500,000	\$ ---	\$ ---
Cameron Drilling, Preferred	3)	300.00	---
Cameron Drilling, Common	15)	---	---
Cinderella Gold Mines Ltd.	116,250	11,625.00	---
Forty-Four Mines Ltd.	250	221.75	37.50
New Sepha Mines Ltd.	950	85.50	---
Rouanda Athletic Club	240	---	---
Silver Bar Mines Ltd.	50,000	2,939.58	---
Starratt Nickel Mines Ltd.	1,125	1,445.12	---
Sudbay Exploration	10,000	3,000.00	---
Red Area Gold Mines Ltd.	105,000	---	---
<u>Allied Companies</u>			
Sladen (Quebec) Ltd.	70,074	\$122,104.95	\$ 63,066.60
		<u>\$276,386.93</u>	<u>\$181,016.39</u>

FINANCIAL STATEMENTS

TRIBAG MINING CO., LIMITED
 (No Personal Liability)
Incorporated Under the Laws of the Province of Ontario

BALANCE SHEET
June 30, 1964

ASSETS

<u>Current</u>			
Cash in Bank		\$ 108,478.06	
Accounts Receivable	\$33,552.44		
Less: Provision for Loss	<u>3,605.84</u>	\$ 29,946.60	
Stores		<u>\$ 41,900.99</u>	\$ 180,325.65
Prepaid Expenses			\$ 1,472.44
Investments, at cost (Market Value \$181,016.39)			\$ 276,386.93
Properties, Mining Claims and Expenditures thereon			\$ 835,133.78
<u>Deferred</u>			
Administration, and Exploration and Development Expenses		\$1,306,972.61	
Cost of Supplementary Letters Patent		<u>1,135.00</u>	<u>\$1,308,107.61</u>
			<u>\$2,601,426.41</u>

LIABILITIES

<u>Current</u>			
Accounts Payable			\$ 13,546.32
<u>Capital</u>			
Capital Stock:			
Authorized:			
3,000,000 shares of \$1.00 each			
Issued:			
For Mining Properties and Surface Rights	495,000		
For Cash	<u>2,257,000</u>		
	<u>2,752,000</u>	\$2,752,000.00	
Less: discount on shares	<u>\$ 605,500.00</u>	\$2,146,500.00	
Capital Surplus arising from reduction in Capital		\$ 583,355.07	
		<u>\$2,729,855.07</u>	
Deficit		\$ 141,974.98	\$2,587,880.09
			<u>\$2,601,426.41</u>

APPROVED (Signature) Director

(Signature) Director

TRIBAG MINING CO., LIMITED
(No Personal Liability)
Administration and Exploration and Development Expenses
June 30, 1964

Total of Expenses to December 31, 1963	\$1,507,180.28	
Less:		
Proceeds from sale of Land, Dividends, Appreciation of Investments sold, and Miscellaneous Receipts, net	<u>\$ 329,328.83</u>	\$1,177,851.45
Expenditures for six months ended June 30, 1964:		
Administration Expenses	\$ 15,171.67	
Exploration and Development, Batchawana Area	\$ 117,698.22	
Noranda Property	<u>\$ 440.64</u>	\$ 133,310.53
		\$1,311,161.98
Less:		
Interest Income	\$ 4,098.65	
Dividends	<u>90.72</u>	<u>\$ 4,189.37</u>
Balance, June 30, 1964		<u>\$1,306,972.61</u>

SOURCE AND APPLICATION OF FUNDS
MARCH 31, 1963 TO AUGUST 31, 1964

Balance on Hand, March 31, 1963	\$ 6,141.37
Proceeds from sale of Treasury Shares, 1963	904,000.00
Proceeds from sale of 202,000 shares New Senator-Rouyn	31,272.60
Interest Received	14,630.00
Dividends Received	190.72
Sale of Lots, Rouyn	2,550.00
Accounts Receivable - decrease	<u>822.16</u>
	<u>\$959,606.85</u>
Less:	
Exploration and Development, Noranda	\$ 1,215.46
Exploration and Development, Batchawana	555,104.58
Exploration and Development, Gowganda	111.18
Administration Expenses	47,553.08
Plant Construction, Buildings and Equipment	241,481.99
Accounts Payable, decrease	20,870.86
Stores	52,499.50
Prepaid Expenses	<u>3,603.42</u>
Balance on Hand, August 31, 1964	<u>37,166.78</u>
Note:	<u>\$959,606.85</u>

During the month of July, 1964 the Company sold a total of 202,000 shares of New Senator-Rouyn Limited for an aggregate price of \$31,272.60, on the open market.

APPROVED C. H. Franklin Director

E. R. Heald Director

The Toronto Stock Exchange,
234 Bay Street,
Toronto 1, Ontario.

Dear Sirs:

There has been no material change in any of the items shown in the Balance Sheet dated June 30, 1964, and Statement of Source and Application of Funds to August 31, 1964 other than in the ordinary course of business.

Yours very truly,

TRIBAG MINING CO. LIMITED.

C. H. Franklin
C. H. Franklin,
Director.

E. R. Heald
E. R. Heald,
Director.

ENGINEER'S REPORT

Note: - The following are excerpts from a report by P.S. Broadhurst, P. Eng., dated 21st day of September, 1964, on mining claims located in the 'Batchawana Property'. A complete copy of this report is on file at the Toronto Stock Exchange.

August 14, 1964.

MR. E. R. HEALD,
TRIBAG MINING COMPANY LTD.,
SUITE 2014, 44 KING STREET WEST,
TORONTO 1, ONTARIO.

RE: UNDERGROUND PROGRAMME - BATCHAWANA PROPERTY.

DEAR TED:

ATTACHED HERewith IS A SKETCH SHOWING THE PROPOSED PRELIMINARY UNDERGROUND WORK TO BE CARRIED OUT ON THE 3RD LEVEL (9325 ELEVATION) OF THE BRETON BRECCIA.

THE SKETCH SHOWS AN INTERPRETATION OF THE POSSIBLE LOCATION OF THE "A", "W" AND "H" ZONES ON THE 3RD OR 750 LEVEL AS PROJECTED FROM 25' ABOVE AND 25' BELOW THE LEVEL. THESE INTERPRETATIONS ARE IN TURN PREDICATED ON VERTICAL AND INCLINED DIAMOND DRILL HOLES FROM SURFACE. THE TRUE LOCATION OF THE ORE ZONES CANNOT BE ASSUMED FROM THIS WORK SO THAT THE ACTUAL LOCATION MUST BE DETERMINED BY DRIFTING, X-CUTTING AND UNDERGROUND DIAMOND DRILLING.

THE RECOMMENDED PROGRAMME FOR THE 750' LEVEL IS AS FOLLOWS:-

1. LINE DRIVE IN A DIRECTION N 40° E FOR A MINIMUM DISTANCE OF 750 FEET. CUT DIAMOND DRILL STATIONS AT 50' INTERVALS.
\$AY 800' AT \$30.00 = \$24,000
2. DIAMOND DRILL SERIES OF FLAT AND INCLINED DIAMOND DRILL HOLES AT AZIMUTH 150° AND 330° (APPROXIMATELY). WHERE ORE INTERSECTIONS ARE OBTAINED DIAMOND DRILLING SHOULD BE CLOSED IN TO 25' CENTRES.
20,000' AT \$1.25 = \$25,000
3. DRIVE DRIFTS AND X-CUTS ON ORE INTERSECTIONS TO ESTABLISH GRADE AS COMPARED WITH DIAMOND DRILLING RESULTS, TO PROVIDE BULK SAMPLES AND TO OUTLINE MINEABLE WIDTHS.
1500' AT \$30.00 = \$45,000

IT IS PROPOSED TO BRING IN UNDERGROUND DIAMOND DRILL CREWS WHEN THE LINE DRIVE HAS PROGRESSED SUFFICIENTLY TO OPEN UP DRILL STATIONS. AS SOON AS ORE ZONES HAVE BEEN OUTLINED BY DIAMOND DRILLS THEY CAN BE EXPLOITED BY X-CUTS. THERE IS NO ADVANTAGE IN DEVELOPING THE 2ND LEVEL AT 9450 ELEVATION UNTIL THE ORE PATTERN ON THE 3RD LEVEL HAS BEEN ESTABLISHED.

MR. E. R. HEALD

PAGE TWO.

FROM THE INDICATED OUTLINE OF THE "W" ZONE ON THE SKETCH, IT IS POSSIBLE THAT THE ZONE WILL BE INTERSECTED ABOUT 250' FROM THE STATION. HOWEVER, THERE IS A MAJOR DIP TO THE WEST AND THE FIRST INTERSECTION OF ORE AT THE 9325 HORIZON MAY NOT COME UNTIL THE DRIFT ENTERS THE "H" ZONE AREA, APPROXIMATELY 350' FROM THE STATION.

THE UNDERGROUND CREW, AS DISCUSSED WITH LARRY ROBINSON, WILL CONSIST OF THREE 3-MAN DRIFT CREWS TO WORK AROUND THE CLOCK ON THE MAIN DRIVE. THESE CREWS WILL DO THEIR OWN CAGEING AND TRAMMING. PROGRESS SHOULD BE AT THE RATE OF 20' PLUS PER DAY. ADDITIONAL DRIFT AND/OR X-CUT HEADINGS WILL BE OPENED UP AS SOON AS POSSIBLE TO GIVE MORE FLEXIBILITY TO THE PROGRAMME.

A GOOD BULK SAMPLE FOR MILL TEST WORK AND SOME IDEA OF THE GENERAL CONFIGURATION OF THE ORE ZONES ON THE LEVEL SHOULD BE AVAILABLE WITHIN 45 DAYS OF THE START OF LATERAL WORK.

YOURS VERY TRULY,

P. S. BROADHURST.

PSB/1A

CERTIFICATE

I, PHILIP S. BROADHURST OF THE CITY OF TORONTO IN THE PROVINCE OF ONTARIO, HEREBY CERTIFY AS FOLLOWS:

1. THAT I AM A MINING ENGINEER AND THAT I RESIDE IN TORONTO.
2. THAT I AM A GRADUATE IN MINING ENGINEERING FROM QUEEN'S UNIVERSITY, A MEMBER OF THE CANADIAN INSTITUTE OF MINING AND METALLURGY AND THE ASSOCIATION OF PROFESSIONAL ENGINEERS OF ONTARIO, AND THAT I HAVE BEEN PRACTISING MY PROFESSION FOR OVER TWENTY YEARS.
3. THAT I HAVE NO INTEREST EITHER DIRECTLY OR INDIRECTLY IN THE PROPERTIES COVERED BY THIS REPORT NOR DO I EXPECT TO RECEIVE ANY INTEREST EITHER DIRECTLY OR INDIRECTLY IN THE PROPERTIES, EXCEPT THAT I OWN 6000 SHARES OF THE STOCK OF THE COMPANY WHICH I PURCHASED ON THE OPEN MARKET.
4. THAT I HAVE BEEN DIRECTLY CONCERNED WITH DIAMOND DRILLING OPERATIONS AT THE PROPERTY FROM OCTOBER 1961 TO DECEMBER 1962 AND WITH UNDERGROUND OPERATIONS SINCE JULY 1ST, 1964.

P. S. BROADHURST, P. ENG.

DATED AT TORONTO, ONTARIO, THIS 21ST, DAY OF SEPTEMBER, 1964.


16. Names, and addresses of persons whose shareholdings are large enough to materially affect control of the company.	The Directors acting together with Sladen (Quebec) Limited and New Redwood Gold Mines Limited, have shareholdings large enough to materially effect control of the Company. Messrs. C.H. Franklin and E.R. Heald are Directors of Sladen (Quebec) Limited and New Redwood Gold Mines Ltd.
17. If assets include investments in the shares or other securities of other companies, give an itemized statement thereof showing cost or book value and present market value.	See Schedule "A" Page 3.
18. Brief statement of any lawsuits pending or in process against company or its properties.	None.
19. The dates of and parties to and the general nature of every material contract entered into by the company which is still in effect and is not disclosed in the foregoing.	The Company is not a party to any material contracts entered into by it otherwise than in the ordinary course of its business which is still in effect or which is not disclosed in the foregoing.
20. Statement of any other material facts and if none, so state. Also state whether any shares of the company are in the course of primary distribution to the public.	There is no other material fact not declared by the foregoing. Upon the acceptance hereof for filing by the Toronto Stock Exchange the shares purchased pursuant to the agreement referred to in Item 6 will be in the course of primary distribution to the public.


DATED 22nd SEPTEMBER, 1964

CERTIFICATE OF THE COMPANY

The foregoing, together with the financial information and other reports where required, constitutes full, true and plain disclosure of all material facts in respect of the matters referred to in Item 1 above and in respect of the company's affairs and there is no further material information applicable. (To be signed by two principal signing officers who are directors and the corporate seal to be affixed.)

TRIBAG MINING CO. LIMITED

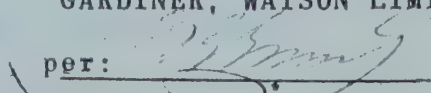
"C. H. Franklin" per:  CORPORATE SEAL

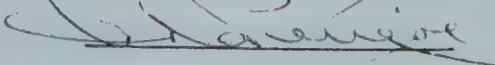
"Edward R. Heald" per: 

CERTIFICATE OF UNDERWRITER OR OPTIONEE

To the best of my knowledge, information and belief, the foregoing, together with the financial information and the reports where required, constitutes full, true and plain disclosure of all material facts in respect of the matters referred to in Item 1 above in respect of the company's affairs. Concerning matters which are not within my knowledge, I have relied upon the accuracy and adequacy of the information supplied to me by the company. (To be signed by underwriter or optionee registered with the Ontario Securities Commission or a corresponding body.)

GARDINER, WATSON LIMITED

"O. R. Edmonds" per: 

"D. A. Perigoe"  CORPORATE SEAL.

THE TORONTO STOCK EXCHANGE

Free

FILING STATEMENT NO. 1208.
FILED, NOVEMBER 19th. 1964.

TRIBAG MINING CO. LIMITED.

Full corporate name of Company
Incorporated under the Companies Act (Ontario) by Letters Patent dated Dec. 28, 1926 and Supplementary Letters Patent dated Jan. 29, 1937 and July 18, 1956.
Particulars of incorporation (e.g., Incorporated under Part IV of the Corporations Act, 1953 (Ontario) by Letters Patent dated May 1st, 1957).

FILING STATEMENT

Reference is made to previous
Filing Statement #1176.

(To be filed with respect to any material change in a company's affairs, including among other things, an underwriting and option agreement, an issue of shares for property and a proposed re-organization.)

1. Brief statement of the material change in the affairs of the company in respect of which this statement is filed.	The Company has entered into the underwriting agreement referred to in Item 6.
2. Head office address and any other office address.	Suite 2014, 44 King Street West, Toronto 1, Ontario.
3. Names, addresses and chief occupations for the past five years of present or proposed officers and directors.	President & Director: C.H. Franklin, 27 Country Lane, Toronto. - Executive. Vice-President & Director: E.R. Heald, 56 Ridley Blvd., Toronto. - Mining Executive. Director: H.H. Huestis, 355 Burrard St., Vancouver, B.C., - President & Managing Director, Bethlehem Copper Corporation, Ltd. Secretary-Treasurer: P.D. Hattie, 36 Maple Street S., Port Credit, Ontario - Accountant.
4. Share capitalization showing authorized and issued and outstanding capital.	Authorized: 3,000,000 shares \$1.00 par value. Issued: 2,952,000 shares \$1.00 par value. A special general meeting of the shareholders of the Company is to be convened to authorize the increase of the Company's authorized capital to 3,500,000 shares.
5. Particulars in respect of any bonds, debentures, notes, mortgages, charges, liens or hypothecations outstanding.	None.
6. Details of any treasury shares or other securities now the subject of any underwriting, sale or option agreement or of any proposed underwriting, sale or option agreement.	By an agreement dated November 18, 1964 James Richardson & Sons, 8 King Street, East, Toronto on its own behalf has underwritten 200,000 treasury shares at \$2.10 per share payable forthwith upon the acceptance hereof for filing and the delivery of the shares. No options are contained in the said agreement. The agreement is conditional upon the increase of the authorized capital of the Company to an amount at least sufficient to enable it to deliver the underwritten shares. A special general meeting of the shareholders of the Company will be convened immediately to authorize the increase in the authorized capital of the Company to 4,000,000 shares.
7. Names and addresses of persons having any interest, direct or indirect in underwritten or optioned shares or other securities or assignments, present or proposed, and, if any assignment is contemplated, particulars thereof.	James Richardson & Sons has entered into the agreement referred to in item 6 on its own behalf. The partners of James Richardson & Sons are James A. Richardson and George T. Richardson.
8. Any payments in cash or securities of the company made or to be made to a promoter or finder in connection with a proposed underwriting or property acquisition.	Nil.
9. Brief statement of company's future development plans, including proposed expenditure of proceeds of sale of treasury shares, if any.	The Company proposes to continue the development of its Batchawana property. A programme including drifting, x-cutting, and underground diamond drilling has been commenced and will continue in conjunction with the sinking of the shaft on the property. The drive on the 750 foot level has been completed and ring drilling at that level is now underway. It is anticipated that bulk samples for mill test work and some idea of the general configuration of certain ore zones will be available within a few weeks. The Company proposes to expend the proceeds of sale of the treasury shares referred to in item 6 to supplement its working capital position in anticipation of the continuation of the work programme outlined above.
10. Brief statement of company's chief development work during past year.	During the past year the Company completed an extensive surface exploration programme on its Batchawana property and commenced the underground exploration programme referred to in item 9. The Company's other properties have been maintained in good standing.
11. Names and addresses of vendors of any property or other assets intended to be purchased by the company showing the consideration to be paid.	None.
12. Names and addresses of persons who have received or will receive a greater than 5% interest in the shares or other consideration to be received by the vendor. If the vendor is a limited company, the names and addresses of persons having a greater than 5% interest in the vendor company.	Not applicable.
13. Number of shares held in escrow or in pool and a brief statement of the terms of escrow or the pooling agreement.	None.

FINANCIAL STATEMENTS

TRIBAG MINING CO. LIMITED

BALANCE SHEET
AS OF OCTOBER 31, 1964

ASSETS

Current

Cash in Bank	\$187,555.94		
Petty Cash	<u>60.00</u>	\$	187,615.94
Accounts Receivable		\$	304.24
Advances to Mining Companies	\$ 14,785.43		
Less: Provision for loss	<u>3,605.84</u>	\$	11,179.59
Stores		\$	<u>5,716.02</u>
			\$ 204,815.79
Investments, at Cost			\$ 245,114.33
Properties, Mining Claims, and Expenditures thereon			\$ 888,916.10

Deferred

Administration, and Exploration and Development Expenses, per schedule	\$1,557,296.87		
Cost of Supplementary Letters Patent	<u>1,135.00</u>		\$1,558,431.87

Prepaid Expenses

Prepaid Management	\$ 1,000.00		
Prepaid Insurance	<u>3,603.42</u>	\$	4,603.42
			<u>\$2,901,881.51</u>

LIABILITIES

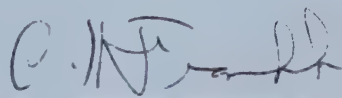
Current

Accounts Payable	\$ 4,306.60		
Payrolls Payable	<u>9,694.82</u>	\$	14,001.42

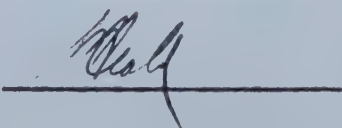
Capital

Capital Stock:			
Authorized: 3,000,000 shares \$1.00 each			
Issued: For Mining Properties and Surface Rights	495,000	\$	495,000.00
For Cash	<u>2,457,000</u>		<u>2,457,000.00</u>
	2,952,000	\$	2,952,000.00
Less Discount on Shares	<u>\$ 505,500.00</u>		\$2,446,500.00
Capital Surplus arising from reduction in Capital, 1956		\$	583,355.07
		\$	<u>3,029,855.07</u>
Deficit			<u>141,974.98</u>
			<u>\$2,887,880.09</u>
			<u>\$2,901,881.51</u>

APPROVED:



Director



Director

TRIBAG MINING CO. LIMITED

ADMINISTRATION AND EXPLORATION AND DEVELOPMENT EXPENSES
TO OCTOBER 31, 1964

Total of Expenses to December 31, 1963	\$1,507,180.28	
Less:		
Proceeds from Sale of Land, Dividends Appreciation of Investments sold, and Miscellaneous Receipts, net	\$ 329,328.83	\$1,177,851.45
Expenditures for ten months ended October 31, 1964:		
Administration Expenses	\$ 27,878.52	
Exploration and Development -		
Batchawana Area	355,661.08	
Noranda Property	485.11	
Gowganda Property	111.18	
New Brunswick	79.38	\$ 384,215.27
		\$1,562,066.72
Less:		
Interest Received	\$ 4,679.13	
Dividends	90.72	\$ 4,769.85
Balance, October 31, 1964		<u>\$1,557,296.87</u>

SOURCE AND APPLICATION OF FUNDS
JANUARY 1, 1964 to OCTOBER 31, 1964

Balance on Hand, December 31, 1963	\$336,013.63
Proceeds from sale of 200,000 Treasury Shares	300,000.00
Proceeds from sale of 202,000 shares	
New Senator-Rouyn	31,272.60
Interest Received	4,679.13
Dividends Received	90.72
Accounts Receivable - decrease	44,593.46
Stores - decrease	31,050.60
	<u>\$747,700.14</u>
Less:	
Exploration and Development, Noranda	\$ 485.11
Exploration and Development, Batchawana	355,661.08
Exploration and Development, Gowganda	111.18
Exploration and Development, New Brunswick	79.38
Administration Expenses	27,878.52
Plant Construction, Buildings and Equipment	59,675.98
Accounts Payable, decrease	113,061.97
Prepaid Expenses, decrease	3,130.98
Balance on Hand, October 31, 1964	187,615.94
	<u>\$747,700.14</u>

November 18, 1964

The Toronto Stock Exchange
234 Bay Street
Toronto 1, Ontario

Dear Sirs:

There has been no material change in any of the items shown on the Balance Sheet dated October 31st, 1964, and Statement of Source and Application of Funds to October 31, 1964 other than in the ordinary course of business.

Yours very truly,

TRIBAG MINING CO. LIMITED.

C. H. Franklin,
Director.

E. R. Heald
E. R. Heald,
Director.

William C. Martin
Mining Geologist

Tel. 366-8301
3120, 25 King St. West
Toronto 1, Ontario

November 17, 1964

Tribag Mining Company Limited
Suite 2014 - 44 King Street West
Toronto 1, Ontario

Attention Mr. C.H. Franklin
Mr. E.R. Heald

Dear Sirs:

I visited the property last Wednesday, November 11. The ring drilling currently underway is proving entirely satisfactory and as expected is establishing the continuity of the ore above the 750 level. It would be advisable on the completion of the 100 foot apart rings of holes to drill a few holes on intermediate rings, about two intermediate rings might be quite sufficient to confirm continuity. On the intermediate sections the holes might be restricted to four for the time being, say two flat holes, one north and one south and two up holes at 60°. On the completion of the ring drilling on the 750 level the direction and attitude of the main body of ore just above the level will be apparent, further underground work can then be laid out on this level with the idea of following the ore to its limits.

On the 625 level it was agreed at the mine that the crosscut would be stopped at the breccia contact. I would recommend that a flat hole be put out from the face of the drift straight ahead as was done on the 750 level but in this case BX core would be preferable and is strongly recommended for comparative purposes. Two other holes are proposed from the same location using AX core, these holes diverge northerly and southerly from the face of the drift, as shown on the accompanying sketch dated November 11, 1964.


When the bulk sampling plant is ready, the crosscut could be advanced up to near hole V6 as shown on the sketch. From here three holes are proposed as shown on the accompanying plan. If these holes do not show encouraging mineralization, the extension of this crosscut through the breccia could be postponed until a later date.

On the 375 level it was agreed that a crosscut should be placed on the same bearing and immediately above the 750 level crosscut and that this crosscut should be extended through the breccia zone, again BX core is recommended for the diamond drill hole put out ahead of the face.

The ore potentialities look promising on the 375 level and I feel that this level should be pushed out as soon as possible.

I would suggest that a load of at least two tons of ore be trucked to Lakefield or to the Department of Mines here for screen tests dry and wet, for an autogenous grinding test mainly to determine what separation of the chalcopryite can be attained by simple grinding and screening. A test in a high intensity magnetic separator would be of much interest. These tests might lead to a modification of the bulk sampling plant or an addition to it whereby the bulk sampling is carried through to complete separation. Quick reliable answers on the grade of ore tested with less assaying might conceivably result. Before arrangements are made it would be advisable to discuss this problem with Phil Broadhurst and your metallurgical consultant.

Yours truly,


W. C. Martin

cc Messrs P.S. Broadhurst
L. Robinson

14. Names and addresses of owners of more than a 5% interest in escrowed shares and their shareholdings (If shares are registered in the names of nominees or in street names, give names of beneficial owners, if possible.)	Not applicable.			
15. Names, addresses and shareholdings of five largest registered shareholders and if shareholdings are pooled or escrowed, so stating. If shares are registered in names of nominees or in street names, give names of beneficial owners, if possible, and if names are not those of beneficial owners, so state.	Draper Dobie & Co. Ltd., 25 Adelaide Street W., Toronto, Ontario.	492,780 shares		
	Wills Bickle & Co. Ltd., 44 King Street W., Toronto, Ontario.	293,275 shares		
	Sladen (Quebec) Ltd., 44 King Street W., Toronto, Ontario.	193,221 shares		
	Gardiner Watson Ltd., 335 Bay Street, Toronto, Ontario.	181,165 shares		
	New Redwood Gold Mines Ltd., (No Personal Liability) 44 King Street W., Toronto, Ontario.	143,336 shares		
	The shares registered in the names of Sladen (Quebec) Limited and New Redwood Gold Mines Limited are beneficially owned by them respectively. The signatories hereto do not believe that the shares registered in the names of the other shareholders listed above are beneficially owned by them but do not know the names of the beneficial owners thereof.			
16. Names, and addresses of persons whose shareholdings are large enough to materially affect control of the company.	The Directors acting together with Sladen (Quebec) Limited and New Redwood Gold Mines Limited, have shareholdings large enough to materially effect control of the Company. Messrs. C.H. Franklin and E. R. Heald are Directors of Sladen (Quebec) Limited and New Redwood Gold Mines Ltd.			
17. If assets include investments in the shares or other securities of other companies, give an itemized statement thereof showing cost or book value and present market value.	<u>INVESTMENTS, AS AT NOVEMBER 18, 1964</u>			
	<u>Listed Companies</u>	<u>No. of Shares</u>	<u>Book Value</u>	<u>Market Value</u>
	Industrial Minerals Ltd.	250	\$ 5,212.50	\$ 2,625.00
	Metal Mines Ltd.	509	46,072.47	783.86
	New Senator-Rouyn Ltd.	564,878	52,107.46	90,380.48
	Starratt Nickel Mines Ltd.	1,125	1,445.12	56.25
	<u>Unlisted Companies</u>			
	Bright Red Lake Mines Ltd.	500,000	\$ ---	\$ ---
	Cameron Drilling, Preferred	3)	300.00	---
	Cameron Drilling, Common	15)		---
	Cinderella Gold Mines Ltd.	116,250	11,625.00	---
	Forty-four Mines Ltd.	250	221.75	37.50
	New Alpha Mines Ltd.	950	85.50	---
	Red Area Gold Mines	105,000	---	---
	Rouanda Athletic Club	240	---	---
	Silver Bar Mines Ltd.	50,000	2,939.58	---
	Sudbay Beryllium Mines Ltd.	10,000	3,000.00	---
	<u>Allied Companies</u>			
	Sladen (Quebec) Ltd.	70,074	122,104.95	56,059.20
			<u>\$245,114.33</u>	<u>\$149,942.29</u>
18. Brief statement of any lawsuits pending or in process against company or its properties.	None.			
19. The dates of and parties to and the general nature of every material contract entered into by the company which is still in effect and is not disclosed in the foregoing.	The Company is not a party to any material contracts entered into by it otherwise than in the ordinary course of its business which is still in effect or which is not disclosed in the foregoing.			
20. Statement of any other material facts and if none, so state. Also state whether any shares of the company are in the course of primary distribution to the public.	There is no other material fact not disclosed in the foregoing or in the accompanying financial statements. Upon the acceptance hereof for filing by the Toronto Stock Exchange the shares purchased pursuant to the agreement referred to in item 6 will be in the course or primary distribution to the public.			

DATED November 19, 1964.

CERTIFICATE OF THE COMPANY

The foregoing, together with the financial information and other reports where required, constitutes full, true and plain disclosure of all material facts in respect of the matters referred to in Item 1 above and in respect of the company's affairs and there is no further material information applicable. (To be signed by two principal signing officers who are directors and the corporate seal to be affixed.)

"C. H. Franklin"

TRIBAG MINING CO. LIMITED.
per: [Signature] CORPORATE
SEAL

"Edward R. Heald"

per: [Signature]

CERTIFICATE OF UNDERWRITER OR OPTIONEE

To the best of my knowledge, information and belief, the foregoing, together with the financial information and the reports where required, constitutes full, true and plain disclosure of all material facts in respect of the matters referred to in Item 1 above in respect of the company's affairs. Concerning matters which are not within my knowledge, I have relied upon the accuracy and adequacy of the information supplied to me by the company. (To be signed by underwriter or optionee registered with the Ontario Securities Commission or a corresponding body.)

JAMES RICHARDSON & SONS

"L.L. Bell"

per: L.L. Bell

THE TORONTO STOCK EXCHANGE

FILING STATEMENT NO. 1339.
FILED, AUGUST 5th. 1965.

TRIBAG MINING CO. LIMITED

Full corporate name of Company.

Incorporated under the Companies Act (Ontario) by Letters Patent dated Dec. 28, 1926 and Supplementary Letters Patent dated Jan. 29, 1937, July 18, 1956 and Particulars of incorporation (e.g., Incorporated under Part IV of the Corporations Act, 1953 Dec. 16, 1964 (Ontario) by Letters Patent dated May 1st, 1957).

Reference is made to previous Filing Statement #1208

FILING STATEMENT

(To be filed with respect to any material change in a company's affairs, including among other things, an underwriting and option agreement, an issue of shares for property and a proposed re-organization.)

1. Brief statement of the material change in the affairs of the company in respect of which this statement is filed.	The Company has entered into the underwriting agreement referred to in Item 6.
2. Head office address and any other office address.	Suite 2014, 44 King Street West, Toronto 1, Ontario.
3. Names, addresses and chief occupations for the past five years of present or proposed officers and directors.	<p>President & Director: C.H. Franklin, 27 Country Lane, Toronto. - Executive.</p> <p>Vice-President & Director: E.R. Heald, 56 Ridley Blvd., Toronto. - Mining Executive.</p> <p>Director: H.H. Huestis, 355 Burrard St., Vancouver, B.C., - President & Managing Director, Bethlehem Copper Corporation, Ltd.</p> <p>Secretary-Treasurer: P.D. Hattie, 36 Maple Street S. Port Credit, Ontario - Accountant.</p>
4. Share capitalization showing authorized and issued and outstanding capital.	<p>Authorized: 3,500,000 shares \$1.00 par value.</p> <p>Issued: 3,152,000 shares \$1.00 par value.</p>
5. Particulars in respect of any bonds, debentures, notes, mortgages, charges, liens or hypothecations outstanding.	None.
6. Details of any treasury shares or other securities now the subject of any underwriting, sale or option agreement or of any proposed underwriting, sale or option agreement.	<p>By an agreement dated August 3, 1965, Hector M. Chisholm & Co. Ltd., 82 Richmond Street West, Toronto, on behalf of its client, R. A. Lambert & Co. Ltd., Lord Beaverbrook Hotel, Fredericton, N.B. has underwritten 100,000 treasury shares at \$2.00 per share payable forthwith upon the acceptance hereof for filing. The agreement provides for the option to purchase a further 100,000 treasury shares at \$2.25 per share within 3 months after the acceptance hereof for filing.</p> <p>H. H. Huestis a director of the Company holds an option to purchase a total of 25,000 treasury shares of the Company at the price of \$1.50 per share exercisable cumulatively as to 5,000 shares on or before August 31, in each of the years 1965, 1966, 1967, 1968 and 1969. The option to Mr. Huestis is non-assignable and will terminate forthwith should he cease to be a director of the Company.</p>
7. Names and addresses of persons having any interest, direct or indirect in underwritten or optioned shares or other securities or assignments, present or proposed, and, if any assignment is contemplated, particulars thereof.	Hector M. Chisholm & Co. Ltd. has entered into the agreement referred to in item 6 on behalf of R. A. Lambert & Co. Ltd. Lord Beaverbrook Hotel, Fredericton, N.B. The only person having an interest in R. A. Lambert & Co. Ltd. is Russell Alfred Lambert, 27 Avondale Court, Fredericton, N.B.
8. Any payments in cash or securities of the company made or to be made to a promoter or finder in connection with a proposed underwriting or property acquisition.	Nil.

<p>9. Brief statement of company's future development plans, including proposed expenditure of proceeds of sale of treasury shares, if any.</p>	<p>The Company proposes to continue the exploration and development of its Batchawana property referred to in item 10.</p> <p>The Company proposes to expend the proceeds of sale of the treasury shares referred to in item 6 to supplement its working capital position in anticipation of the continuation of the work programme on its Batchawana property.</p> <p>The programme now recommended by the Company's consulting geologist consists of:</p> <table border="0"> <tr> <td>shaft deepening (650 feet)</td><td>\$155,000</td></tr> <tr> <td>drifting and x-cutting (3 levels)</td><td>360,000</td></tr> <tr> <td>diamond drilling (55,000 feet on three levels)</td><td><u>82,500</u></td></tr> <tr> <td></td><td>\$597,500</td></tr> </table>	shaft deepening (650 feet)	\$155,000	drifting and x-cutting (3 levels)	360,000	diamond drilling (55,000 feet on three levels)	<u>82,500</u>		\$597,500
shaft deepening (650 feet)	\$155,000								
drifting and x-cutting (3 levels)	360,000								
diamond drilling (55,000 feet on three levels)	<u>82,500</u>								
	\$597,500								
<p>10. Brief statement of company's chief development work during past year.</p>	<p>During the past year the Company completed an extensive surface exploration programme on its Batchawana property and commenced an underground exploration programme. Surface plant installations were completed, and a three-compartment shaft sunk to a depth of 788 feet. Three levels were established at 375, 625, and 750 feet below the collar, and 2,340 feet of drifting and crosscutting carried out, most of which was on the 750 foot level. Surface diamond drilling on the property totalled 17,596 feet. Underground diamond drilling amounted to 11,905 feet mainly on the 750 foot level.</p> <p>During the year equipment for the underground operation was purchased. Camp and plant facilities were improved and expanded, including the erection and equipping of a sampling plant capable of handling in excess of 400 tons per day. A fully equipped assay office was installed and further diesel electric generating equipment was purchased.</p> <p>Metallurgical testing is continuing and 5 diamond drills are now working on the property while drifting, crosscutting and raising are progressing.</p> <p>During 1964 the Breton zone was the primary target of operations. However, during the late fall a find was made in the area of the West Breccia zone some 3,000 feet west of the Breton shaft. Subsequent trenching and blasting opened up a copper showing with molybdenum also in evidence. Work on this area was suspended at the year end due to winter conditions.</p> <p>Surface reconnaissance on the East Breccia zone turned up more surface showings and extended the East Breccia area. This large zone will necessitate an extensive and detailed exploration program, including probable underground investigation. It is some 6,000 feet east of the Breton shaft.</p> <p>During the past year it was concluded there is a fourth breccia area on the Batchawana property. This is now known as the South Breccia zone and it lies some 1,500 feet south of the Breton shaft.</p> <p>The Company maintained in good standing its claims in Rouyn Township, Quebec; Van Hise and Milner Townships in Ontario; and its interest in the claims in New Brunswick.</p>								
<p>11. Names and addresses of vendors of any property or other assets intended to be purchased by the company showing the consideration to be paid.</p>	<p>None.</p>								
<p>12. Names and addresses of persons who have received or will receive a greater than 5% interest in the shares or other consideration to be received by the vendor. If the vendor is a limited company, the names and addresses of persons having a greater than 5% interest in the vendor company.</p>	<p>Not applicable.</p>								
<p>13. Number of shares held in escrow or in pool and a brief statement of the terms of escrow or the pooling agreement.</p>	<p>None.</p>								

FINANCIAL STATEMENTS

TRIBAG MINING CO. LIMITED

BALANCE SHEET
MAY 31, 1965

ASSETS

Current

Cash on Hand and in Bank	\$ 13,930.45	
Accounts Receivable	4,061.87	
Advances to Mining Companies	\$12,436.72	
Less Provision for Loss	<u>3,605.84</u>	
Stores and Supplies at cost	8,830.88	
Deposit, Unemployment Insurance Commission	6,289.80	
Unemployment Insurance Stamps	300.00	
	<u>12.36</u>	\$ 33,425.36

Investments, at cost \$ 245,095.33

Prepaid Expenses \$ 4,424.08

Fixed

Properties, Mining Claims, and Expenditures thereon	\$ 603,241.23	
Buildings and Equipment	<u>430,372.65</u>	\$1,033,613.88

Deferred

Administration and Exploration and Development Expenses per schedule	\$2,090,281.89	
Cost of Supplementary Letters Patent	<u>1,745.00</u>	\$2,092,026.89
		<u>\$3,408,585.54</u>

LIABILITIES

Current

Accounts Payable	\$ 90,757.20	
Payrolls Payable	7,495.58	
Provision for Vacation Pay	<u>2,451.67</u>	\$ 100,704.45

Capital

Capital Stock Authorized:		
3,500,000 shares of \$1.00 each		
Capital Stock Issued:		
For Mining Properties and Surface Rights	495,000 shares \$ 495,000.00	
For Cash	<u>2,657,000.00</u>	\$3,152,000.00
	3,152,000	
Less discount on shares	<u>\$ 285,500.00</u>	\$2,866,500.00

Capital Surplus arising from reduction
in capital (1956) \$ 588,355.07
\$3,449,855.07

Deficit \$ 141,973.98 \$3,307,881.09

\$3,408,585.54

APPROVED:  Director

 Director

TRIBAG MINING CO. LIMITED

ADMINISTRATION AND EXPLORATION AND DEVELOPMENT EXPENSES
TO MAY 31, 1965

Total of Expenses to December 31, 1964	\$2,033,986.72	
Less:		
Proceeds from Sale of Land, Dividends, Appreciation of Investments sold, and Miscellaneous Receipts, net	\$ 334,620.59	\$1,699,366.13
Expenditures for five months ended May 31, 1965 :		
Administration Expenses	\$ 17,289.54	
Exploration and Development:		
Batchawana Property	\$ 376,543.91	
Noranda Property	718.36	
New Brunswick Property	3.63	\$ 394,555.44
		\$2,093,921.57
Less:		
Interest Income	\$ 3,598.96	
Dividends	40.72	\$ 3,639.68
Balance, May 31, 1965		<u>\$2,090,281.89</u>

SOURCE AND APPLICATION OF FUNDS
January 1, 1965 to May 31, 1965

Receipts

Interest Received	\$ 3,598.96
Dividends Received	40.72
	<u>\$ 3,639.68</u>

Less Expenditures

Exploration and Development		
Batchawana Property	\$376,543.91	
Noranda Property	718.36	
New Brunswick Property	3.63	
	<u>\$377,265.90</u>	
Administration	\$ 17,289.54	
Plant Construction, Buildings and Equipment	<u>\$ 47,119.37</u>	<u>\$441,674.81</u>
Decrease in Working Capital		<u>\$438,035.13</u>

Working Capital, January 1

Current Assets	\$429,656.53
Current Liabilities	<u>58,900.49</u>
	<u>\$370,756.04</u>

Working Capital, May 31

Current Assets	\$ 33,425.36
Current Liabilities	<u>100,704.45</u>
	<u>(\$ 67,279.09)</u>
Decrease	\$438,035.13

TRIBAG MINING CO., LIMITED

SUITE 2014 - 44 KING ST. WEST TORONTO 1, ONTARIO TELEPHONE EMPIRE 4-4902

August 4, 1965.

The Toronto Stock Exchange
234 Bay Street
Toronto, Ontario

Dear Sirs:


There has been no material change in any of the items shown on the Balance Sheet dated May 31st, 1965, and Statement of Source and Application of Funds from January 1st to May 31st, 1965, other than in the ordinary course of business.

Yours very truly,

TRIBAG MINING CO. LIMITED.



C. H. Franklin, Director



E. R. Heald, Director.

ENGINEER'S REPORT

June 23, 1965.

Tribag Mining Company,
Suite 2014,
44 King Street West,
Toronto, Ontario.

Attention: Mr. C. Franklin & Mr. E. Heald

Subject: Estimated Cost of Sinking No. 1 Shaft & Establishing
3 New Levels, Below the 750

Gentlemen:

1. The net rope capacity of the 60 x 36 double drum hoist, presently installed, is 1,690 ft. Effective capacity is 1,690 less 3 turns or about 1,640 ft. Assume headframe height of 120 ft., this depth of shaft possible is 1,520 ft.

As the shaft is currently about 800 ft. deep, the hoist could sink another 700 ft., or, establish three new levels at 150 ft. spacing, plus depth for loading pocket, spill pocket and sump or, a total depth of 650 ft.

I would recommend deepening the shaft to the capacity of the hoist, and at least cutting the additional levels, and establishing stations. It would also be wise to make a cutout for loading pocket and spill pocket.

2. Total shaft depth (deepening) would be 650 ft. plus equivalent footage for stations (3) and pockets, of about 125 ft. for a total footage of 775 ft. This would cost an estimated \$200 per ft. or \$155,000.

3. To develop one level for exploration, evaluation and as a base for diamond drilling, would require about 2500 to 3000 ft. of drifting and x-cutting, say 3000 ft. This would cost, at \$40/ft., about \$120,000, or for three levels \$360,000.

4. Diamond Drilling - To detail the zone from one level, would require at least 15,000 ft. of drilling at an average cost of \$1.50/ft. or \$22,500 a level. Total cost for three levels would be \$67,500.

Deep drilling from the bottom level, say to a depth 300 ft. below the level, would add at least 10,000 ft. of drilling or, \$15,000.

5. Total cost of the program would be:

Shaft	-	\$155,000
3 Levels	-	360,000
D. Drilling	-	82,500
		<hr/>
Total :		\$597,500

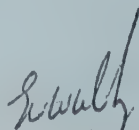
The program could, of course, be reduced, or slowed down.

To complete would take from 9 to 10 months.

It should also be pointed out that this program would not develop ore for stoping, but, it should provide the necessary data to develop mining layouts.

It would probably be wise to suspend diamond drilling from upper levels, while shaft sinking, but, once sinking was completed, full scale exploration activities could resume.

Yours very truly,



GMW/bp

G. W. WALKER, P. ENG., B. A. Sc.

C E R T I F I C A T E

I, GRAHAM WILSON WALKEY OF TIMMINS, ONTARIO, CERTIFY AS FOLLOWS WITH RESPECT TO MY REPORT ON TRIBAG MINES, BATCHAWANA, ONTARIO, DATED JUNE 23, 1965

1. I AM A REGISTERED PROFESSIONAL ENGINEER, OF ONTARIO AND BRITISH COLUMBIA, AND, AMONG OTHER DUTIES, I AM GENERAL MANAGER OF KAM-KOTIA PORCUPINE MINES.
2. I GRADUATED FROM UNIVERSITY OF TORONTO WITH A B.A.Sc. DEGREE IN MINING ENGINEERING IN 1937 AND HAVE BEEN ENGAGED IN THE PRACTICE OF MINING ENGINEERING FOR OVER TWENTY YEARS.
3. I HAVE NO DIRECT OR INDIRECT INTEREST IN TRIBAG MINES LIMITED, NOR DO I EXPECT TO RECEIVE ANY SUCH INTEREST.
4. MY JUNE 23rd REPORT IS BASED ON STUDIES AND INVESTIGATIONS MADE OF TRIBAG'S PROPERTY FROM JANUARY 1st, 1965 to JUNE 1965.
5. MY RESIDENCE IS AT 366 HART STREET, TIMMINS, ONTARIO.

AUGUST 13, 1965
TIMMINS, ONTARIO


G. W. WALKEY, B.A.Sc., P.Eng.

RECEIVED AUG 16 1965

14. Names and addresses of owners of more than a 5% interest in escrowed shares and their shareholdings (If shares are registered in the names of nominees or in street names, give names of beneficial owners, if possible.)	Not applicable.																																																																								
15. Names, addresses and shareholdings of five largest registered shareholders and if shareholdings are pooled or escrowed, so stating. If shares are registered in names of nominees or in street names, give names of beneficial owners, if possible, and if names are not those of beneficial owners, so state	<p>Five largest shareholders as at August 4, 1965:</p> <table border="0"> <tr> <td>Draper Dobie & Company Limited, 25 Adelaide Street W., Toronto, Ontario</td> <td>326,645</td> </tr> <tr> <td>James Richardson & Sons, 8 King Street E., Toronto, Ontario</td> <td>322,436</td> </tr> <tr> <td>Wills, Bickle & Company Limited, 44 King Street W., Toronto, Ontario</td> <td>247,450</td> </tr> <tr> <td>Gardiner, Watson Limited, 335 Bay Street, Toronto, Ontario</td> <td>240,855</td> </tr> <tr> <td>Sladen (Quebec) Limited 44 King Street W., Toronto, Ontario</td> <td>161,921</td> </tr> </table> <p>The shares registered in the name of Sladen (Quebec) Limited are beneficially owned by them. The signatories hereto do not believe that the shares registered in the names of the other shareholders listed above are beneficially owned by them but do not know the names of the beneficial owners thereof.</p>	Draper Dobie & Company Limited, 25 Adelaide Street W., Toronto, Ontario	326,645	James Richardson & Sons, 8 King Street E., Toronto, Ontario	322,436	Wills, Bickle & Company Limited, 44 King Street W., Toronto, Ontario	247,450	Gardiner, Watson Limited, 335 Bay Street, Toronto, Ontario	240,855	Sladen (Quebec) Limited 44 King Street W., Toronto, Ontario	161,921																																																														
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Wills, Bickle & Company Limited, 44 King Street W., Toronto, Ontario	247,450																																																																								
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Sladen (Quebec) Limited 44 King Street W., Toronto, Ontario	161,921																																																																								
16. Names, and addresses of persons whose shareholdings are large enough to materially affect control of the company.	The directors acting together with Sladen (Quebec) Limited and New Redwood Gold Mines Limited, have shareholdings large enough to materially effect control of the Company. Messrs. C.H. Franklin and E. R. Heald are Directors of Sladen (Quebec) Limited and New Redwood Gold Mines Limited																																																																								
17. If assets include investments in the shares or other securities of other companies, give an itemized statement thereof showing cost or book value and present market value.	<p align="center">INVESTMENTS AS AT JUNE 30, 1965</p> <table border="1"> <thead> <tr> <th>Listed Companies</th> <th>Shares</th> <th>Book Value</th> <th>Market Value</th> </tr> </thead> <tbody> <tr> <td>Industrial Minerals Ltd.</td> <td>250</td> <td>5,193.50</td> <td>2,000.00</td> </tr> <tr> <td>New Senator-Rouyn Ltd.</td> <td>564,878</td> <td>52,107.46</td> <td>107,326.82</td> </tr> <tr> <td>Starratt Nickel Mines Ltd.</td> <td>1,125</td> <td>1,445.12</td> <td>61.87</td> </tr> <tr> <td>Metal Mines Ltd.</td> <td>509</td> <td>46,072.47</td> <td>916.20</td> </tr> <tr> <td colspan="4">Unlisted Companies</td> </tr> <tr> <td>Bright Red Lake Mines Ltd.</td> <td>500,000</td> <td>---</td> <td>---</td> </tr> <tr> <td>Cameron Drilling, preferred</td> <td>3)</td> <td>300.00</td> <td>---</td> </tr> <tr> <td>Cameron Drilling, common</td> <td>15)</td> <td>---</td> <td>---</td> </tr> <tr> <td>Cinderella Gold Mines Ltd.</td> <td>116,250</td> <td>11,625.00</td> <td>---</td> </tr> <tr> <td>Forty-Four Mines Ltd.</td> <td>250</td> <td>221.75</td> <td>11.25</td> </tr> <tr> <td>New Sepha Mines Ltd.</td> <td>950</td> <td>85.50</td> <td>---</td> </tr> <tr> <td>Red Area Gold Mines Ltd.</td> <td>105,000</td> <td>---</td> <td>---</td> </tr> <tr> <td>Rouanda Athletic Association</td> <td>240</td> <td>---</td> <td>---</td> </tr> <tr> <td>Silver Bar Mines Ltd.</td> <td>50,000</td> <td>2,939.58</td> <td>---</td> </tr> <tr> <td>Sudbay Beryllium Mines Ltd.</td> <td>10,000</td> <td>3,000.00</td> <td>---</td> </tr> <tr> <td>Sladen (Quebec) Ltd.</td> <td>70,074</td> <td>122,104.95</td> <td>70,074.00</td> </tr> <tr> <td></td> <td></td> <td>\$245,095.33</td> <td>\$180,390.14</td> </tr> </tbody> </table>	Listed Companies	Shares	Book Value	Market Value	Industrial Minerals Ltd.	250	5,193.50	2,000.00	New Senator-Rouyn Ltd.	564,878	52,107.46	107,326.82	Starratt Nickel Mines Ltd.	1,125	1,445.12	61.87	Metal Mines Ltd.	509	46,072.47	916.20	Unlisted Companies				Bright Red Lake Mines Ltd.	500,000	---	---	Cameron Drilling, preferred	3)	300.00	---	Cameron Drilling, common	15)	---	---	Cinderella Gold Mines Ltd.	116,250	11,625.00	---	Forty-Four Mines Ltd.	250	221.75	11.25	New Sepha Mines Ltd.	950	85.50	---	Red Area Gold Mines Ltd.	105,000	---	---	Rouanda Athletic Association	240	---	---	Silver Bar Mines Ltd.	50,000	2,939.58	---	Sudbay Beryllium Mines Ltd.	10,000	3,000.00	---	Sladen (Quebec) Ltd.	70,074	122,104.95	70,074.00			\$245,095.33	\$180,390.14
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18. Brief statement of any lawsuits pending or in process against company or its properties.	None																																																																								
19. The dates of and parties to and the general nature of every material contract entered into by the company which is still in effect and is not disclosed in the foregoing.	The Company is not a party to any material contracts entered into by it otherwise than in the ordinary course of its business which is still in effect or which is not disclosed in the foregoing.																																																																								
20. Statement of any other material facts and if none, so state. Also state whether any shares of the company are in the course of primary distribution to the public.	There is no other material fact not disclosed in the foregoing or in the accompanying financial statement. Upon the acceptance hereof for filing by the Toronto Stock Exchange the shares purchased pursuant to the agreement referred to in item 6 will be in the course of primary distribution to the public.																																																																								

CERTIFICATE OF THE COMPANY

DATED August 3, 1965.

The foregoing, together with the financial information and other reports where required, constitutes full, true and plain disclosure of all material facts in respect of the matters referred to in Item 1 above and in respect of the company's affairs and there is no further material information applicable. (To be signed by two principal signing officers who are directors and the corporate seal to be affixed.)

TRI-AC MINING CO. LIMITED

"C. H. Franklin" Per: C. H. Franklin CORPORATE SEAL

"E. R. Heald" Per: E. R. Heald

CERTIFICATE OF UNDERWRITER OR OPTIONEE

To the best of my knowledge, information and belief, the foregoing, together with the financial information and the reports where required, constitutes full, true and plain disclosure of all material facts in respect of the matters referred to in Item 1 above in respect of the company's affairs. Concerning matters which are not within my knowledge, I have relied upon the accuracy and adequacy of the information supplied to me by the company. (To be signed by underwriter or optionee registered with the Ontario Securities Commission or a corresponding body.)

HECTOR M. CHISHOLM & CO. LTD.

"H. M. Chisholm" Per: H. M. Chisholm

THE EXCHANGE HAS NEITHER APPROVED NOR DISAPPROVED THE INFORMATION CONTAINED IN THIS FILING STATEMENT, WHICH IS A REPRODUCTION OF THE ORIGINAL FILED WITH THE EXCHANGE BY THE COMPANY AND IS ISSUED FOR INFORMATION PURPOSES ONLY. THIS FILING STATEMENT IS NOT TO BE REPRODUCED IN WHOLE OR IN PART WITHOUT THE WRITTEN APPROVAL OF THE TORONTO STOCK EXCHANGE.

THE TORONTO STOCK EXCHANGE

FILING STATEMENT NO. 1478.
FILED, AUGUST 19th. 1966.

TRIBAG MINING CO. LIMITED

Full corporate name of Company
Incorporated under the Companies Act (Ontario) by Letters Patent dated
Dec. 31, 1926 and Supplementary Letters Patent dated Jan. 25, 1937, Sept.
17, 1940, July 10, 1950, Dec. 16, 1961 and Dec. 18, 1963
Particulars of incorporation (e.g., Incorporated under Part IV of the Corporations Act, 1953
(Ontario) by Letters Patent dated May 1st, 1957).
REFERENCE IS MADE TO
PREVIOUS FILING STATE-
MENT #1372

FILING STATEMENT

(To be filed with respect to any material change in a company's affairs, including among other things,
an underwriting and option agreement, an issue of shares for property and a proposed re-organization.)

1. Brief statement of the material change in the affairs of the company in respect of which this statement is filed.	In order to finance its Batchawana property to production the Company has entered into agreements with Teck Corporation Limited, Suite 1000, 11 Adelaide Street West, Toronto (herein called Teck) providing for:		
	(a)	change of control of the Company (see item 16) through the election of the directors named in items 3(i), (iii) and (v)	
	(b)	the financing referred to in item 6	
	(c)	the management of its properties referred to in item 19	
	(d)	the sale by the Company in February, 1966 of 41,500 shares of New Senator Rouyn Limited for the sum of \$8,291.47 and in June, 1966 of 67,500 shares of New Senator Rouyn Limited for the sum of \$32,190.95	
	(e)	termination of a financing agreement dated September 1, 1965 between the Company and Noranda Mines Limited referred to in item 19.	
2. Head office address and any other office address.	Suite 2014, 44 King Street West, Toronto 1, Ontario. Upon the implementation of the transaction referred to in item 6 the Head Office address of the Company will be: Suite 1000, 11 Adelaide Street West, Toronto 1, Ontario.		
3. Names, addresses and chief occupations for the past five years of present or proposed officers and directors.	(i)	President & Director Dr. N.B. Keevil, 866 Tennyson Ave., Port Credit, Ontario.	Geophysicist
	(ii)	Vice-President - Exploration Dr. N.B. Keevil Jr., 866 Tennyson Ave., Port Credit, Ontario.	Geophysicist
	(iii)	Vice-President - Mining & Director J.B. Anderson, 11 Thornbury Cres., Islington, Ontario.	Executive
	(iv)	Secretary J.A. Gibson, 3 Richbourne Court, Agincourt, Ontario.	Accountant
	(v)	Treasurer & Director J.H. Westell, 73 Wambleton Road, Islington, Ontario.	Executive
	(vi)	Director C. H. Franklin, 27 Country Lane, Toronto, Ontario.	Executive
	(vii)	Director E. R. Heald, 56 Ridley Blvd., Toronto, Ontario.	Mining Executive
	H.H. Huestis, 355 Burrard Street, Vancouver, B.C. has resigned as a director of the Company.		
4. Share capitalization showing authorized and issued and outstanding capital.	Authorized: 7,500,000 shares \$1.00 par value Issued: 3,252,000 shares \$1.00 par value		
5. Particulars in respect of any bonds, debentures, notes, mortgages, charges, liens or hypothecations outstanding.	By an agreement dated June 23, 1966 the Company and Teck in anticipation of the completion of the negotiation and implementation of the agreements referred to in item 6 and item 19, agreed that commencing June 27, 1966 Teck would manage the Company's operations and, to the extent that the Company should have insufficient funds on hand to make any expenditure or to meet any liability during that period, would lend to the Company such moneys as it required for such purposes, to be secured by notes due September 23, 1966 and to be collaterally secured by a first charge on the properties and investments of the Company. As at the date hereof the sum of approximately \$75,000 is due and will be repaid from the proceeds of the financing agreement referred to in item 6.		

6. Details of any treasury shares or other securities now the subject of any underwriting, sale or option agreement or of any proposed underwriting, sale or option agreement.	See Schedule " A " on page 3.										
7. Names and addresses of persons having any interest, direct or indirect in underwritten or optioned shares or other securities or assignments, present or proposed, and, if any assignment is contemplated, particulars thereof.	none except as stated in item 6										
8. Any payments in cash or securities of the company made or to be made to a promoter or finder in connection with a proposed underwriting or property acquisition.	nil										
9. Brief statement of company's future development plans, including proposed expenditure of proceeds of sale of treasury shares, if any.	The proceeds of the financing agreement referred to in item 6 will be expended to continue the development to production of the Company's Batchawana property under the management of Teck pursuant to the management agreement referred to in item 19 and for working capital.										
10. Brief statement of company's chief development work during past year.	<p>Since January 1, 1966 the Company has been engaged in a programme of exploration and development of its Batchawana property on which it has expended approximately \$290,000.00 consisting of drifting, crosscutting and slashing on the 900, 1050 and 1200 levels for exploration and diamond drill stations. Development crosscutting and drifting of the main zone was also carried out on its downward extension at the 900 level. Drifting and slashing was equivalent to 2,929 feet. Underground diamond drilling, totalling 24,806 ft. was carried out from the lower levels as well as the upper levels to explore the main zone, south zone and V-41 zone, as well as exploring the I.P. anomaly just south of the Breton breccia.</p> <p>An Induced Polarization survey was completed on the large East breccia area, indicating a broad anomalous area along the north part of the breccia and one hole was drilled to explore it. Other anomalous sections outside the breccia proved to be caused by graphite and pyrite when tested by drilling. Surface drilling in 1966 has amounted to 1,402 feet.</p>										
11. Names and addresses of vendors of any property or other assets intended to be purchased by the company showing the consideration to be paid.	none										
12. Names and addresses of persons who have received or will receive a greater than 5% interest in the shares or other consideration to be received by the vendor. If the vendor is a limited company, the names and addresses of persons having a greater than 5% interest in the vendor company.	not applicable										
13. Number of shares held in escrow or in pool and a brief statement of the terms of escrow or the pooling agreement.	none										
14. Names and addresses of owners of more than a 5% interest in escrowed shares and their shareholdings (If shares are registered in the names of nominees or in street names, give names of beneficial owners, if possible.)	not applicable										
15. Names, addresses and shareholdings of five largest registered shareholders and if shareholdings are pooled or escrowed, so stating. If shares are registered in names of nominees or in street names, give names of beneficial owners, if possible, and if names are not those of beneficial owners, so state.	<table><tr><td>James Richardson & Sons Portage Avenue, Winnipeg</td><td>175,150 shares</td></tr><tr><td>Draper Dobie & Co. 25 Adelaide Street West, Toronto</td><td>172,825 "</td></tr><tr><td>C. H. Franklin 27 Country Lane, Willowdale</td><td>155,246 "</td></tr><tr><td>Housser & Co. 44 King Street West, Toronto</td><td>150,645 "</td></tr><tr><td>New Redwood Gold Mines Limited 44 King Street West, Toronto</td><td>133,336 "</td></tr></table> <p>The shares registered in the name of New Redwood Gold Mines Limited and C. H. Franklin are beneficially owned by them. The signatories hereto do not believe that the shares registered in the names of the other shareholders listed above are beneficially owned by them but do not know the names of the beneficial owners thereof.</p>	James Richardson & Sons Portage Avenue, Winnipeg	175,150 shares	Draper Dobie & Co. 25 Adelaide Street West, Toronto	172,825 "	C. H. Franklin 27 Country Lane, Willowdale	155,246 "	Housser & Co. 44 King Street West, Toronto	150,645 "	New Redwood Gold Mines Limited 44 King Street West, Toronto	133,336 "
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New Redwood Gold Mines Limited 44 King Street West, Toronto	133,336 "										

SCHEDULE "A"

Item 6

By a financing agreement dated August 17, 1966 Teck has agreed to purchase from the Company:

1. 200,000 treasury shares at the price of \$1.25 per share payable forthwith after the acceptance hereof for filing
2. a total of \$1,500,000 principal amount of 7% Convertible Income Bonds due August 31, 1972 and 375,000 treasury shares in units consisting of one \$1,000 Bond and 250 treasury shares at the price of \$1,000 per unit of which 150 units are to be purchased at the time of the purchase by it of the 200,000 treasury shares referred to in item 6 (1) and the balance of which are to be purchased in amounts of not less than 50 units at any time on or before March 31, 1967 on resolution of the Board of Directors of the Company as moneys are required by the Company for its programme of development on its Batchawana property

The Bonds to be purchased by Teck will provide for their conversion in whole or in part at any time prior to redemption or maturity into shares of the Company as now constituted, at the price of \$1.25 per share.

The Bonds will be callable in whole or in part with the consent in writing of the holders of 2/3 in principal amount of the Bonds then outstanding.

The Bonds will be secured by a first fixed charge on the Company's interest in its Batchawana property, its other real and immovable property and on the improvements thereon including fixed plant, equipment and machinery and by a first floating charge (subject to certain dealings therewith) on all its other assets.

The said financing agreement is subject, among other conditions, to:

- (a) the election as directors of the Company of the persons named in items 3(i), (iii) and (v), which condition has been fulfilled
- (b) the execution and delivery of the management agreement referred to in item 19, which condition has been fulfilled
- (c) the execution and delivery of an agreement pursuant to which New Redwood Gold Mines Limited, Sladen (Quebec) Limited, C. H. Franklin and E. R. Heald, so long as the Bonds are outstanding,
 - (i) will vote all shares of the Company held by them in such manner as Teck may require, and
 - (ii) will offer to Teck the right of first refusal to purchase the shares of the Company held by them,and pursuant to which the Company, so long as the Bonds are outstanding
 - (i) will vote all shares of the Companies referred to in item 17 held by it in such manner as New Redwood Gold Mines Limited may require, and
 - (ii) will offer to New Redwood Gold Mines Limited the right of first refusal to purchase the shares of the Companies referred to in item 17 held by it.

On the resignation as a director of the Company of H. H. Huestis an option held by him to purchase a total of 25,000 treasury shares of the Company which had not been exercised in any part by him terminated.

The reservation by the Company of a total of 23,000 treasury shares of the Company for allotment and issue from time to time to full time employees of the Company has been rescinded.

TRIBAG MINING CO. LIMITED

(No Personal Liability)
(Incorporated under the laws of the Province of Ontario)

BALANCE SHEET — DECEMBER 31, 1965

ASSETS		LIABILITIES	
Current		Current	
Cash on hand and in bank	\$ 87,130.43	Bankers' Advances	\$ 150,000.00
Accounts receivable	73,652.52	Accounts payable	108,523.64
Advances to Mining Companies	\$13,304.52	Employees' tax payable	3,748.33
Less: Provision for loss	3,605.84	Accrued charges	9,610.66
Stores and Supplies at cost	4,248.48	Provision for vacation with pay	2,421.44
Unemployment Insurance Deposit	300.00		\$ 274,304.07
	\$ 175,030.11		
Deferred		Deferred	
Investments, at cost		Noranda Participation	273,543.76
Marketable securities	245,095.33		
(Indicated market value, \$185,904.53)		Capital	
	1,638.07	Capital Stock Authorized:	
Prepaid Expenses		7,500,000 shares of \$1.00 each	
		Capital Stock Issued:	
Fixed		For Mining Properties and Surface Rights	\$ 495,000.00
Properties, Mining Claims and Expenditures thereon	\$ 603,241.23	495,000 shares	
Building and Equipment	465,619.41	For Cash	
	1,068,860.64	2,757,000 shares	2,757,000.00
Deferred			\$ 3,252,000.00
Administration and Exploration and Development Expenses, per schedule	\$ 2,561,724.77	Less: Discount on shares	185,500.00
Cost of Supplementary Letters Patent	3,380.00		\$ 3,066,500.00
	2,565,104.77	Capital Surplus arising from reduction in Capital 1956	583,355.07
			\$ 3,649,855.07
Approved:		Deficit	
• • •, Director		Balance December 31, 1965 (unchanged from 1964)	141,973.98
• • •, Director		(See Notes to Balance Sheet)	
			3,507,881.09
			\$ 4,055,728.92

AUDITORS' REPORT

To the Shareholders,—

We have examined the Balance Sheet of your Company as at December 31, 1965 and the Statements of Administration and Exploration and Development Expenses for the year ended on that date. Our examination included a general review of the accounting procedures and such tests of accounting records and other supporting evidence as we considered necessary in the circumstances.

In our opinion the above Balance Sheet and Statements of Administration and Exploration and Development Expenses present fairly the financial position of the above Company as at December 31, 1965 and the results of its operations for the year ended on that date, in accordance with generally accepted accounting principles applied on a basis consistent with that of the preceding year.

Toronto, April 7th, 1966.

FIELD, DARCH & COMPANY,
Chartered Accountants.

TRIBAG MINING CO. LIMITED

(No Personal Liability)

ADMINISTRATION AND EXPLORATION AND DEVELOPMENT EXPENSES

December 31, 1965

Total Expenses to December 31, 1964 \$ 2,033,986.72

Less:

Proceeds from sale of Land, Dividends, Appreciation of Investments sold
and Miscellaneous Receipts, net 334,620.59 \$ 1,699,366.13

Expenditures for the Year Ended December 31, 1965:

Administration:—

Accounting and secretarial	\$ 5,600.00	
Annual meeting expense	1,848.51	
Government fees and taxes	266.04	
Interest and bank charges	2,537.09	
Legal and audit	4,405.50	
Management salary	7,200.00	
Office salaries	7,126.00	
Office expense	2,219.47	
Rent	5,014.46	
Shareholders' information	5,767.30	
Stock certificates	908.92	
Stock Exchange fees	4,721.90	
Transfer Agents	2,343.27	
Telephone and telegraph	4,861.33	
Travel	866.48	
Unemployment Insurance	97.76	\$ 55,784.03

Exploration and Development:—

Breton Property

Adit, East Breccia	\$ 11,359.68	
Assaying	24,479.23	
Board	21,502.08	
Camp expense	3,641.32	
Compressed air	18,891.17	
Consultants	10,124.00	
Core boxes	3,274.54	
Core grabbing	7,142.32	
Core racks	699.18	
Diamond drilling	115,000.58	
Engineering services	18,767.23	
Drifting and crosscutting	172,361.03	
Fire protection	3,159.21	
Geological services	30,444.48	
Heating	17,711.30	
Hoisting	50,310.43	
Insurance	4,213.10	
Licenses, fees and taxes	997.27	
Linecutting	531.93	
Management, field	23,605.65	
Metallurgical testing	672.37	
Miscellaneous mining	3,353.03	
Office, field	14,096.16	
Ore stockpiling	1,481.88	
Power	60,154.24	
Prospecting	975.17	
Pumping	2,707.86	
Road maintenance	12,112.04	
Raising	16,286.53	
Shaft preparation	5,357.41	
Shaft sinking	59,749.15	
Shop expense	5,845.97	
Telephone	3,717.06	
Tractor expense	6,936.50	
Travel	6,781.12	
Truck expense	11,798.07	
Sampling	3,085.33	
Sample Plant operation	19,579.13	
Supervision	12,272.21	
Station cutting	4,090.17	
Stripping and trenching	2,813.85	
Unemployment Insurance	2,309.18	
Waste disposal	2,980.43	
Water supply	2,756.03	
Workmen's Compensation	9,175.50	\$ 809,302.12

Noranda Property:—

Licenses and fees	\$ 48.50	
Property taxes and expense	875.22	
Miscellaneous	2.27	\$ 925.99

Milner & Van Hise Claim:—

Acreage taxes	\$ 111.18	\$ 866,123.32
		\$ 2,565,489.45

Less:

Dividends received	\$ 165.72	
Interest earned	3,598.96	3,764.68

Balance, December 31, 1965 \$ 2,561,724.77

TRIBAG MINING CO. LIMITED

(No Personal Liability)

NOTES TO BALANCE SHEET

December 31, 1965

NOTE 1. Since the Balance Sheet of December 31, 1964 100,000 shares have been issued for cash at a premium of \$100,000.

NOTE 2. There is an option given to a director exercisable up to August 31, 1969 at \$1.50 per share:

September 1, 1964 to August 31, 1965	5,000 shares
September 1, 1965 to August 31, 1966	5,000 shares
September 1, 1966 to August 31, 1967	5,000 shares
September 1, 1967 to August 31, 1968	5,000 shares
September 1, 1968 to August 31, 1969	5,000 shares

NOTE 3. An option has been given to certain employees to purchase up to an aggregate of 23,000 shares.

NOTE 4. There is an agreement between Tribag Mining Co. Limited and Noranda Mines Ltd. that upon certain specified expenditures being made by Noranda and notice being given by Noranda to Tribag that Noranda will finance the mining claims into production, shares will be allotted to Noranda on the basis of one share for each Two Dollars spent.

TRIBAG MINING CO. LIMITED

BALANCE SHEET AS AT MAY 31, 1966

ASSETS

Current Assets

Cash	\$	85.00	
Accounts Receivable		8,208.76	
Advances to Mining Companies	\$13,285.92		
Less Provision for loss	<u>3,605.84</u>	\$	9,680.08
Stores and Supplies, at cost		3,766.78	
Deposit, Unemployment Insurance Commission		300.00	
Unemployment Insurance Stamps		<u>5.64</u>	\$ 22,046.26

Investments, at cost \$ 236,803.86

Prepaid Expenses \$ 3,744.69

Fixed

Properties, Mining Claims and Expenditures thereon	\$	603,241.23	
Buildings and Equipment		<u>483,169.14</u>	\$1,086,410.37

Deferred

Administration and Exploration and Development Expense, per schedule	\$2,450,042.89		
Cost of Supplementary Letters Patent	<u>3,380.00</u>	\$2,453,422.89	
		<u>\$3,802,428.07</u>	

LIABILITIES

Current Liabilities

Bank Overdraft	\$	74,553.86	
Bank Loan		100,000.00	
Accounts Payable		113,474.23	
Payrolls Payable		4,921.20	
Provisions for Vacation Pay		<u>1,597.69</u>	\$ 294,546.98

Capital

Capital Stock Authorized: 7,500,000 shs. of \$1.00 each			
Capital Stock Issued:			
For Mining Properties and Surface rights	495,000 shares	\$	495,000.00
For cash	<u>2,757,000 shares</u>	<u>2,757,000.00</u>	
	3,252,000 shares	\$3,252,000.00	
Less discount on shares		<u>185,500.00</u>	
		\$3,066,500.00	

Capital Surplus arising from reduction in Capital, 1956 \$ 583,355.07
\$3,649,855.07

Deficit \$ 141,973.98 \$3,507,881.00
\$3,802,428.07

APPROVED:  Director

 Director

TRIBAG MINING CO. LIMITED

ADMINISTRATION, AND EXPLORATION AND DEVELOPMENT EXPENSES
MAY 31, 1966

Total Expenses to December 31, 1965		\$2,900,110.04	
Less Proceeds from Sale of Land, Dividends, Appreciation of Investments sold, and Miscellaneous Receipts, net	\$338,385.27		
Less Noranda Participation, Batchawana Exploration, 1965	<u>\$273,543.76</u>	<u>\$ 611,929.03</u>	<u>\$2,288,181.01</u>

Administration

Accounting & Secretarial	\$ 2,000.00	
Canada Pension Contributions	52.96	
Government Fees and Taxes	161.53	
Interest and Bank Charges	2,973.20	
Legal and Audit Fees	750.00	
Management	3,000.00	
Miscellaneous	118.45	
Office Expense	485.95	
Office Salaries	3,423.00	
Rent	1,909.40	
Shareholders Information	289.93	
Telephone	1,953.81	
Stock Exchange Fees	125.20	
Unemployment Insurance	<u>39.48</u>	<u>\$ 17,282.91</u>

Exploration and Development

Batchawana Area

Adit, East Breccia	\$ (21.78)	
Assaying, East Breccia	29.00	
Geophysical, East Breccia	178.04	
Line Cutting " "	795.90	
Assaying, Breton Zone	5,760.91	
Bunkhouse Expense	1,230.18	
Canada Pension Contributions	2,282.55	
Compressed Air	9,188.78	
Consultants	2,400.00	
Cookery	3,676.89	
Core Boxes	1,708.75	
Core Grabbing	1,338.48	
Core Racks	179.98	
Decking & Cagetending	10,185.78	
Diamond Drilling, Underground	37,749.70	
Diamond Drilling, Packsack	2,056.20	
Drifting	66,455.19	
Engineering	6,268.32	
Fire Protection	1,053.20	
General Surface	783.72	
Geological	13,522.47	
Geophysical	9,334.03	
Heating	6,868.36	
Hoisting	8,733.99	
Licenses, Fees, Taxes	132.00	
Line Cutting	926.44	
Management, Field	7,312.50	
Maps	10.01	
Mine Dry	413.39	
Mine Lighting	964.82	
Miscellaneous	135.46	
Office, Field	7,478.86	
Ore Stockpiling	7.19	
Power	12,694.21	
Power Lines	805.26	
Pumping	3,941.57	
Road Maintenance	6,293.85	
Sampling	\$ 96.57	
Sample Plant Operation	108.35	
Shaft Sinking	890.31	
Shop Expense	3,769.75	
Station Cutting	12.36	
Supervision	1,667.70	
Telephone	2,048.38	
Tractor	7,882.15	
Trailers	573.17	
Travel	1,376.74	
Trucks	5,898.61	
Unemployment Insurance	737.31	
Waste Disposal	3,524.23	
Water Supply	1,557.69	
Workmens Compensation	<u>6,740.50</u>	<u>\$ 269,758.02</u>

Rouyn Area

Taxes	<u>\$ 1,297.55</u>	<u>\$ 288,338.48</u>
		<u>\$2,576,519.49</u>

Less: Dividends received	\$ 20.36	
Noranda Participation, Batchawana Exploration, 1966	<u>\$ 126,456.24</u>	<u>\$ 126,476.60</u>
		<u>\$2,150,042.89</u>


TRIBAG MINING CO. LIMITED


SOURCE AND APPLICATION OF FUNDS
JANUARY 1, 1966 TO MAY 31, 1966.

<u>Source of Funds</u>		
Horanda Mines Limited, per agreement		\$118,055.36
Dividends		20.36
Proceeds from sale of Securities		<u>2,291.47</u>
		\$126,367.19
<u>Less: Application</u>		
Exploration and Development	\$262,654.69	
Administration	17,282.91	
Plant Construction, Buildings & Equipment	17,549.73	
Prepaid Expenses	<u>2,106.62</u>	<u>\$299,593.95</u>
Decrease		<u><u>\$173,226.76</u></u>
<u>Working Capital, January 1, 1966</u>		
Current Assets		\$175,030.11
Current Liabilities		<u>274,304.07</u>
		<u>(\$ 99,273.96)</u>
<u>Working Capital, May 31, 1966</u>		
Current Assets		\$ 22,046.26
Current Liabilities		<u>294,546.98</u>
		<u>(\$272,500.72)</u>
Decrease		<u><u>\$173,226.76</u></u>

There has been no material change in any of the items shown on the Balance Sheet dated May 31, 1966, and Statement of Source and Application of Funds from January 1, 1966 to May 31, 1966, other than in the ordinary course of business.

TRIBAG MINING CO. LIMITED.


C. H. Franklin, Director


E. R. Heald, Director

FEASIBILITY REPORT

The following feasibility report has been prepared on behalf of Teck Corporation Limited:

REPORT ON FEASIBILITY OF ECONOMIC PRODUCTION AT THE TRIBAG MINE

INTRODUCTION

This report is based on the positive ore reserves established by the work to date and makes no allowance for any additional potential reserves or those indicated in other zones. The Cash Flow Projection indicates the estimated cash generated from operations during the period covered by the bond issue, and shows earnings available for exploration and expansion after interest and repayment of debt.

All funds are in Canadian dollars.

LOCATION

The Batchawana property of the Tribag Mining Company Limited is located about 50 miles north of Sault Ste. Marie, Ontario. Access to the site is by a 17 mile gravel road from the Batchawana River settlement on the Trans Canada Highway (Highway No. 17).

Topography is rugged, heavily forested with maple and birch. The plant site elevation is at approximately 1,800 feet above sea level.

The property is composed of 135 claims, all in good standing, of which 18 are patented.

FEASIBILITY STUDIES

Engineering and Geological studies have been carried out by the Tribag Mine staff under the direction of their Consultants. Since July 1, 1966, the Keevil Mining Group have correlated all data and acted as Managers of the Project. C. C. Huston and Associates have been retained to fulfil general design and purchase functions, and A. H. Ross and Associates have advised on metallurgical test work and mill design.

ORE RESERVES

The principal area of mineralization at the Batchawana property is the Breton zone. This zone is believed to be a breccia pipe, which was mineralized by chalcopyrite, quartz, pyrite and minor other minerals following a structural collapse of the pipe, and subsequent brecciation of the granitic constituents.

The dimensions of the pipe in plan are approximately 600 feet x 800 feet. The breccia contains several distinct ore zones with gradational assay walls. The vertical extent of copper mineralization has been proved from surface to the bottom level, 1200 feet below the shaft collar, by drifting and intensive core drilling.

Ore reserves, as computed by the Mine Geologist, are subtotaled at 506,105 tons grading 2.54% copper, using a cut-off grade of 1.2%. This subtotal is classified as "Positive", and defined as ore outlined by "drifting, cross-cutting or detailed diamond drilling". Bulk sampling of some 19,000 tons of development muck has shown that core assays are lower than the bulks and an upgrading factor of at least 20% may be applicable.

PLANT

The property is presently equipped with a mining plant, including a production-sized headframe, shaft and hoist. Power is generated on site by means of diesel generators for the use of pumps, compressors, hoist and for lighting purposes.

A campsite for 40 men, with other ancillary services and facilities has been established.

Further additions will include a crusher house and mill, new change house, office building and carpenters shop. Preparations for an eight mile power line spur on to the property have already started.

PRODUCTION

Ore production is planned for a rate of 10,000 tons per month. Ore will be hoisted in skips from a loading pocket now being excavated immediately below the 1050 foot level station. After conventional milling and floatation, the concentrate will

be hauled in trucks to the Sault Ste. Marie railroad yards for transshipment. Truck costs and the subsequent rail cost estimates are included in the smelter returns.

Smelter returns are based on a firm contract negotiated with a domestic custom smelter.

Although the higher-grade lenses within the breccia will be mined first, this schedule should not compromise the later large-scale extraction of fringe material.

Of considerable importance to the possibility of mining ore tonnages in excess of "positive ore" is the upgrading factor almost certainly applicable in some degree to the core assays. No upgrading factor has been used in this resumé. Secondly, no consideration has been accorded to possible ore sources in the east or west breccia.

Thirdly, the Breton zone itself is open to depth with exploration drilling below the bottom level indicating the continuation of copper values.

CASH FLOW PROJECTION

The following tables detail the Cash Flow Projection calculations for the Tribag Mine operation.

Table I

Mine Production

Ore Reserves	500,000 tons @ 2.5% copper	
Dilution	<u>100,000</u>	<u>0.7%</u>
Mill Heads	600,000 tons @ 2.2% copper	

The ore reserves are classified as "Positive" with a dilution factor applicable to shrinkage and long-hole mining methods in narrow stopes with competent walls.

Table II

Mill Production

	<u>Head Grade</u>	<u>Recovery</u>	<u>Concentrate Grade</u>	<u>Concentrate T.P.Y.</u>
Copper	2.2%	97.5%	30.0%	8,600 s.d.t.
Silver	0.44 ozs/ton	70%	4.3 ozs/ton	

Mill recoveries and grades are based on quantitative test data for copper, and on projections for the silver results.

Table III

Capital Cost Summary

	\$
A Services: Roads, Power, Water, Heat, etc.	212,000
B Surface Plant: Mill, Crusher House, Equipment, etc.	482,000
C Underground Development: Skips, ore passes, stope preparation, etc.	194,000
D Housing: Trailers, etc.	100,000
E Engineering	75,000
F Mine Overhead Expense	240,000
G Head Office Expense	<u>60,000</u>
Sub-Total	1,363,000
Contingency @ 10%	137,000
Working Capital	<u>250,000</u>
Total	1,750,000

Table IV
Operating Costs

	\$/Ton Milled
Mining and Development*	3.30
Milling	1.90
General Property Expense	2.90
Head Office	<u>.30</u>
Total	8.40

*Lateral development for exploration purposes is virtually complete.

Table V
Value of Concentrate

Net smelter returns, based on a Custom Smelting Contract, are computed as follows:

<u>Gross Copper Price</u> ¢/lb.	<u>Net Smelter Return</u> \$/s.d.t. concentrate at minesite
0.50	246.50
0.45	217.50
0.40	188.50

Table VI
Cash Flow Projection Over Period of Bond Issue

5-Year production to 1972 -	600,000 tons @ 2.2% copper (\$ x 000)			
	Copper @	<u>50¢</u>	<u>45¢</u>	<u>40¢</u>
Net smelter returns	\$	10,600	9,350	8,100
Operating costs	\$	5,050	5,050	5,050
Operating profit	\$	5,550	4,300	3,050
Ontario mining tax*	\$	200	135	75
Gross cash flow	\$	5,350	4,165	2,975
Interest on debentures** @ 7%	\$	520	520	520
Debentures outstanding	\$	1,500	1,500	1,500
Net cash flow***	\$	3,330	2,145	955

* No federal tax payable through years 1 - 5.

** As income debentures, interest is dependent on availability of income.

*** Net cash flow figures include further capital investment as required by the operation.

CONCLUSIONS

Considerable exploration and development work has been done within the Breton zone. This work and subsequent studies indicate the profitability of a comparatively small high-grade underground operation.

The size and location of the shaft and plant should ensure that the completion of a small production entity can be achieved through a minimum capital outlay.

Production from the Breton ore-zones should lead to a feasibility study for a larger scale operation without compromising its potential, while maintaining its own status as a profitable high-grade producer.

Concurrently the east and west breccia zones should be explored.

The property has considerable potential which cannot yet be quantified. In this light, the proposed production plant may be regarded as a self-justified pilot operation, which could generate funds for further exploration and development of ore currently classed as "probable" and "possible".

Respectfully submitted,

TECK CORPORATION LIMITED


K. I. Hymas, P. Eng.

August 23, 1966



CERTIFICATE

I, KENNETH IAN HYMAS, of the City of Toronto in the Province of Ontario, hereby certify that:

1. I am a graduate of Leeds University, Leeds, England, with a degree of Bachelor of Science in mining engineering (1953), and have practised my profession for more than thirteen years.
2. I am a member of the Association of Professional Engineers of Ontario.
3. I am Assistant to the Vice-President, Mining Operations, of Teck Corporation Limited, and the accompanying feasibility report relating to Tribag Mining Co. Limited was prepared by me and is based upon examination of the property and all records of the company and our assessment of the cost of bringing the said property to production, taking into account the location and all other factors currently affecting such estimate.
4. I have no personal interest nor do I expect to receive any interest in the said property or the securities of Tribag Mining Co. Limited, either directly or indirectly.

Dated at Toronto this 24th day of August, 1966.


KENNETH IAN HYMAS
B. Sc., P. Eng.



16. Names, and addresses of persons whose shareholdings are large enough to materially affect control of the company.	Upon the completion of the financing agreement referred to in item 6 Teck, through its own holdings and through its voting rights over the shares held by Sladen (Quebec) Limited, New Redwood Gold Mines Limited, E.R. Heald and C.H. Franklin, will be in a position to materially effect control of the Company.			
17. If assets include investments in the shares or other securities of other companies, give an itemized statement thereof showing cost or book value and present market value.		<u>Shares</u>	<u>Book Value</u>	<u>Market</u>
	<u>Listed Companies</u>			
	Industrial Minerals Limited	250	\$ 5,193.50	\$ 2,218.75
	New Senator-Rouyn Limited	455,878	11,625.04	159,557.30
	Starratt Nickel Mines Limited	1,125	1,445.12	50.62
	Metal Mines Limited	509	46,072.47	636.25
	<u>Unlisted Companies</u>			
	Bright Red Lake Mines Limited	500,000	\$ ---	\$ 15,000.00
	Cameron Drilling, preferred	3)	300.00	---
	Cameron Drilling, common	15)		---
	Cinderella Gold Mines Limited	116,250	11,625.00	---
	Forty-Four Mines Limited	250	221.75	11.25
	New Sepha Mines Limited	950	85.50	---
	Red Area Gold Mines Limited	105,000	---	---
	Rouanda Athletic Association	240	---	---
	Silver Bar Mines Limited	50,000	2,939.58	---
	Sudbay Beryllium Mines Limited	10,000	3,000.00	---
	Sladen (Quebec) Limited	70,074	122,104.95	49,052.50
			\$204,612.91	\$226,526.67
18. Brief statement of any lawsuits pending or in process against company or its properties.	none			
19. The dates of and parties to and the general nature of every material contract entered into by the company which is still in effect and is not disclosed in the foregoing.	<p>By a management agreement dated August 17, 1966 the Company, subject to the implementation of the financing agreement referred to in item 6, has appointed Teck manager of its Batchawana property and of its affairs in general with the obligation to direct the development of the Batchawana property to production by the construction thereon of plant and equipment capable of producing merchantable ore at a rated milling capacity, determined in the sole discretion of Teck as being economically viable, all at the sole expense of the Company, subject always, however, to compliance with good mining practice and to the existence of favourable economic conditions for sale of the production from the said property. Teck does not undertake any responsibility for factors over which it has no control, but will, subject as aforesaid, arrange all necessary financing of the Batchawana property to production as aforesaid and the provision of working capital for the Company, all of which is presently estimated to amount to approximately \$1,750,000.</p> <p>The said management agreement provides for the payment to Teck of a fee of \$1,000.00 per month for its services thereunder plus reimbursement of its out of pocket costs thereunder.</p> <p>The Company has entered into a letter agreement dated September 1, 1965 with Noranda Mines Limited providing for the smelting of the copper concentrate produced from the ore mined from the Company's Batchawana property, for the refining of the copper anodes produced from the smelting and for the sale of the resultant metals. A financing agreement dated September 1, 1965 between the Company and Noranda Mines Limited terminated after Noranda had expended in excess of \$400,000 thereunder.</p>			
20. Statement of any other material facts and if none, so state. Also state whether any shares of the company are in the course of primary distribution to the public.	No shares of the Company are presently in the course of primary distribution to the public. It is understood that Teck intends to hold for investment purposes the shares of the Company acquired by it pursuant to the transaction referred to in item 6. There is no other material fact not disclosed in the foregoing or in the accompanying financial statements.			

DATED August 17, 1966

CERTIFICATE OF THE COMPANY

The foregoing, together with the financial information and other reports where required, constitutes full, true and plain disclosure of all material facts in respect of the matters referred to in Item 1 above and in respect of the company's affairs and there is no further material information applicable. (To be signed by two principal signing officers who are directors and the corporate seal to be affixed.)

TRIBAG MINING CO. LIMITED

"C.H. Franklin"

per:

CORPORATE
SEAL

"E.R. Heald"

per:

CERTIFICATE OF UNDERWRITER OR OPTIONEE

To the best of my knowledge, information and belief, the foregoing, together with the financial information and the reports where required, constitutes full, true and plain disclosure of all material facts in respect of the matters referred to in Item 1 above in respect of the company's affairs. Concerning matters which are not within my knowledge, I have relied upon the accuracy and adequacy of the information supplied to me by the company. (To be signed by underwriter or optionee registered with the Ontario Securities Commission or a corresponding body.)

THE EXCHANGE HAS NEITHER APPROVED NOR DISAPPROVED THE INFORMATION CONTAINED IN THIS FILING STATEMENT, WHICH IS A REPRODUCTION OF THE ORIGINAL FILED WITH THE EXCHANGE BY THE COMPANY AND IS ISSUED FOR INFORMATION PURPOSES ONLY. THIS FILING STATEMENT IS NOT TO BE REPRODUCED IN WHOLE OR IN PART WITHOUT THE WRITTEN APPROVAL OF THE TORONTO STOCK EXCHANGE.

THE TORONTO STOCK EXCHANGE

26/7/73

FILING STATEMENT NO. 1876.
FILED, AUGUST 2nd, 1973.

TRIBAG MINING CO. LIMITED

Full corporate name of Company
The Companies Act (Ontario)
by Letters Patent dated December 18, 1926

Particulars of incorporation (e.g., Incorporated under Part IV of the Corporations Act, 1953
(Ontario) by Letters Patent dated May 1st, 1957).

Reference is made to previous
Filing Statement No. 1478.

FILING STATEMENT

(To be filed with respect to any material change in a company's affairs, including among other things,
an underwriting and option agreement, an issue of shares for property and a proposed re-organization.)

1. Brief statement of the material change in the affairs of the company in respect of which this statement is filed.	Proposed change in effective control, and change of directors and officers - See Schedules "A" and "B" on pages 3 and 4, respectively. Acquisition of option on approximately 160 acres in Van Koughnet Township - see Item 4 of paragraph 19 on page 3 hereof.
2. Head office address and any other office address.	Suite 4900, Toronto-Dominion Bank Tower, Toronto-Dominion Centre, Toronto, Ontario, M5K 1E8.
3. Names, addresses and chief occupations for the past five years of present or proposed officers and directors.	See Schedule "B" on page 4.
4. Share capitalization showing authorized and issued and outstanding capital.	Authorized Capital: 7,500,000 common shares with a par value of \$1.00 each. Issued and Outstanding: 3,827,000 shares with a par value of \$1.00 each.
5. Particulars in respect of any bonds, debentures, notes, mortgages, charges, liens or hypothecations outstanding.	none
6. Details of any treasury shares or other securities now the subject of any underwriting, sale or option agreement or of any proposed underwriting, sale or option agreement.	none
7. Names and addresses of persons having any interest, direct or indirect in underwritten or optioned shares or other securities or assignments, present or proposed, and, if any assignment is contemplated, particulars thereof.	none
8. Any payments in cash or securities of the company made or to be made to a promoter or finder in connection with a proposed underwriting or property acquisition.	none
9. Brief statement of company's future development plans, including proposed expenditure of proceeds of sale of treasury shares, if any.	The present management of the Company has been advised that there will be no immediate change in the Company's basic operations subsequent to the proposed change in effective control of the Company, subject to the existence of economical ore reserves. The present management has been further advised that the new management intends to further investigate the properties referred to as the "Goulais River" Project in the Company's 1972 annual report. See Supplemental Statement on page 5.

10. Brief statement of company's chief development work during past year.	<p>During the last 12 months, the thrust of the limited exploration and development programme has been in the Breton Breccia fringe where chalcopryite mineralization in granite had been outlined during 1971. Since that time both the South Granite and the West Granite zones have been explored, developed and trial mined. The South Zone has now been mined out and the final draw is in progress. Raising and diamond drilling of the West Granite Zone has shown that the values exceed ore grade only in the hinging wall section of this zone; but this zone extends from about 50 feet above the 1050' level to above the 900' level. Development on the 900' level has included 120 feet of cross-cutting and drifting and backs are currently being taken down in this area. Mining below this horizon has indicated that a modest tonnage of medium grade ore can be anticipated for mill feed within the next few months.</p> <p>Diamond drilling on the Company's Goulais River Doughty option has indicated 300,000 tons of 1.98% copper in three zones to a maximum depth of about 600 feet. This property is located about 20 miles north of Sault Ste. Marie, Ontario.</p>
11. Names and addresses of vendors of any property or other assets intended to be purchased by the company showing the consideration to be paid.	none
12. Names and addresses of persons who have received or will receive a greater than 5% interest in the shares or other consideration to be received by the vendor. If the vendor is a limited company, the names and addresses of persons having a greater than 5% interest in the vendor company.	not applicable
13. Number of shares held in escrow or in pool and a brief statement of the terms of escrow or the pooling agreement.	none
14. Names and addresses of owners of more than a 5% interest in escrowed shares and their shareholdings (If shares are registered in the names of nominees or in street names, give names of beneficial owners, if possible.)	not applicable
15. Names, addresses and shareholdings of five largest registered shareholders and if shareholdings are pooled or escrowed, so stating. If shares are registered in names of nominees or in street names, give names of beneficial owners, if possible, and if names are not those of beneficial owners, so state.	<p>As at July 18, 1973:</p> <p>(1) Teck Corporation Limited, Suite 4900, Toronto-Dominion Centre, Toronto, Ontario, M5K 1E8 - 1,158,956;</p> <p>(2) Richardson Securities of Canada, 173 Portage Avenue East, Winnipeg 2, Manitoba - 157,220*;</p> <p>(3) J.H. Crang & Co. Limited, 20 King Street West, Toronto, Ontario, M5H 1C4 - 130,975*</p> <p>(4) Pitfield McKay Ross & Company Limited, P.O. Box 185, Toronto-Dominion Centre, Toronto, Ontario, M5K 1E8 - 107,140*;</p> <p>(5) Draper Dobie & Co. Ltd., 25 Adelaide Street West, Toronto, Ontario, M5H 1N3 - 99,665*.</p> <p>*The Company does not know whether or not these shares are beneficially owned by the registered holders.</p>
16. Names, and addresses of persons whose shareholdings are large enough to materially affect control of the company.	<p>See Item 15; Upon the closing of the transaction, Townsview Properties Limited, 21 St. Clair Avenue East, Toronto, Ontario, M4T 1L9 and Interstate Manufacturing, Inc., 21 St. Clair Avenue East, Toronto, Ontario, M4T 1L9 will be in a position to materially affect control of the Company.</p>

SCHEDULE "A"

This Filing Statement is filed in connection with a proposed change in effective control of Tribag Mining Co. Limited (the "Company").

By an agreement (the "Purchase Agreement") made as of June 20, 1973 between Commex Industries and Funding Corporation Inc. ("Commex") and Teck Corporation Limited ("Teck"), Teck agreed to sell to Commex an aggregate of 1,158,959 shares in the capital of the Company beneficially owned by Teck at the price of .50¢ per share on the second business day following the date of acceptance by the Toronto Stock Exchange of a Filing Statement in respect of the proposed change of control. Such shares represent approximately 30% of the Company's issued and outstanding shares.

By an agreement dated as of July 24th, 1973 Commex assigned the Purchase Agreement to Townsview Properties Ltd. ("Townsview") and Interstate Manufacturing Inc. ("Interstate"). Townsview is a real estate investment company and Interstate is engaged in the scrap metal business as well as new and used auto parts. Townsview and Interstate are hereinafter referred to as the "Purchasers" ⁽¹⁾.

The Purchasers have reached agreement with the consulting firm of Watts, Griffis & McOuat Limited (the "Consulting Firm") whereby on acquisition of control of the Company by the Purchasers, the Consulting Firm would be retained to supervise the operations of the Company's mine and to conduct the required exploration and development programmes to ascertain the nature and extent of the Company's other mining properties.

Upon the closing of the transaction, the nominees of the Purchasers listed in Schedule "B" hereof will become directors and officers of the Company.

The Purchase Agreement is subject to certain conditions relating to the status of the Company being true and correct at the time of closing.

The present management of the Company intends to again adjourn the annual meeting of the shareholders of the Company, originally called for June 27, 1973 and on that date adjourned to July 27, 1973, to a date to be fixed. The proposed new management has stated that following the closing, it will solicit new proxies in respect of the meeting accompanied by a new information circular, indicating, among other things, its nominees as directors. Shareholders will be advised that the proxies which have been solicited by the present management for use at the annual meeting will not be voted if the transaction is closed.

The names of those persons holding 5% or more of the issued shares of the Purchasers are as set forth below:

Townsview Properties Ltd.
George Mann and his wife, Sandra Mann (directly and indirectly)

Interstate Manufacturing Inc.
Nathan Goodman and Irving Goodman

Note (1) There is no fee payable by the Company in connection with the assignment by Commex to the Purchasers of the Purchase Agreement.

SCHEDULE "B"

The names, addresses and chief occupations for the past five years of the present officers and directors of the Company are:

President and Director	Norman B. Keevil Jr. 1416 Acadia Road Vancouver, B.C.	Executive Vice-President and a Member of the Executive Committee of Teck Corporation Limited and Vice-President and a Director of Copperfields Mining Corporation Limited.
Director	Norman B. Keevil 886 Tennyson Avenue Mississauga, Ontario	President and Chairman of the Board and a Member of the Executive Committee of Teck Corporation Limited and President and a Director of Copperfields Mining Corporation Limited.
Treasurer and Director	James H. Westell 13 Ashley Park Road Islington, Ontario	Vice-President and a Director of Teck Corporation Limited and Vice-President, Administration, and a Director of Teck Mining Group Limited.
Director	Douglas A. Perigoe 10 Avoca Avenue Toronto, Ontario	Vice-President and a Director of Gardiner, Watson Limited.
Director	Warren S.R. Seyffert R.R. #1 King, Ontario	Barrister and Solicitor, and a Partner in the law firm of Lang, Michener, Cranston, Farquharson & Wright.
Vice-President	Robert E. Hallbauer 2975 Marine Drive West Vancouver, B.C.	Vice-President (since 1970) and a Director of Teck Corporation Limited and Manager of Mining Operations, Teck Mining Group Limited.
Secretary	William H. Maedel, 98 Highbourne Road, Toronto, Ontario	Secretary, Teck Corporation Limited, Copperfields Mining Corporation Limited, Iso Mines Limited and related corporations; prior to January 1971, President and a Director of Broulan Reef Mines Limited.

Subsequent to the proposed change in effective control of the Company, the proposed directors and officers of the Company, their present addresses and chief occupations for the past five years will be:

<u>Name and Office with the Corporation</u>	<u>Address</u>	<u>Chief Occupations for past five years</u>
James A. Bates Director	35 Groveland Crescent, Don Mills	Consulting mining engineer, Watts, Griffis & McQuat Ltd.
Nathan Goodman Director	61 Old Park Road Toronto	Since July, 1972, President, Interstate Manufacturing, Inc.; prior thereto Chairman of the Board, Aimco Industries Ltd.
Dr. A. T. Griffis President and Director	Apt. 1906, 355 St. Clair Avenue West, Toronto	Consulting geologist, Watts, Griffis & McQuat Ltd.
Edward R. Heald Director	56 Ridley Blvd. Toronto, Ontario	President, Sladen (Quebec) Limited and a director of other mining companies.
James A. Meldrum Treasurer	26 Glenellen Drive East, Etobicoke	Since 1970, Treasurer, United Trust Company; from 1969 to 1970, Director of Finance, William Neilson Ltd. and prior thereto manager, Internal Audit Department, The Canada Trust Company
Lorie Waisberg Director and Secretary	59 Tranby Ave., Toronto	Since 1970, lawyer, Goodman & Goodman; prior thereto, student.

SUPPLEMENT TO FILING STATEMENT OF

TRIBAG MINING CO., LIMITED

New management of Tribag Mining Co., Limited (the "Company") propose to continue the operations at the Company's mine until such time as such operations cease to be economically feasible. In addition, new management intend to continue the exploration programme now being conducted on the Company's Goulais River Property.

Under the new management, the Company has retained the consulting firm of Watts, Griffis & McOuat Limited to review the Company's mining properties and operations. This firm will supervise the operations of the Company's mine and make recommendations regarding the future development of the Company's other mining properties. In addition, two members of this firm will serve as directors of the Company. For its services to the Company, the firm will be paid fees at normal rates plus 5% of the operating profits of the Company from mining operations (before the deduction of head office expenses and income taxes).

Townsvie Properties Limited ("Townsvie") and Interstate Manufacturing, Inc. ("Interstate") which companies effectively control the Company, have sold Prace Trading Limited ("Prace") 200,000 common shares of the Company at their cost. As a result of this transaction, Prace and Edward R. Heald, the controlling shareholder of Prace, own directly or indirectly, 230,000 common shares of the Company. Townsvie and Interstate have also granted Prace an option exercisable until July 31, 1975 to purchase up to 186,000 common shares of the Company.

New management of the Company is familiar with the by-laws and other requirements of The Toronto Stock Exchange and will comply with those requirements. In particular, any proposed material change in the business or affairs of the Company will be subject to the giving of notice thereof to The Toronto Stock Exchange and such change shall not be proceeded with unless The Toronto Stock Exchange accepts notice for filing in accordance with the provisions of Section 19.09 of The Toronto Stock Exchange By-Laws.

Certified correct this 31st day of July, 1973.

INTERSTATE MANUFACTURING, INC.

Per: *[Signature]*

TOWNSVIEW PROPERTIES LIMITED

Per: *[Signature]*

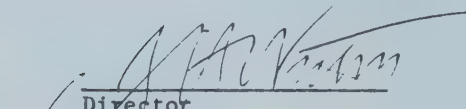
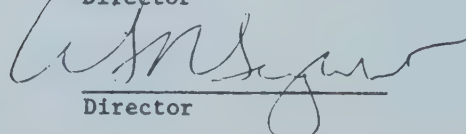
PRACE TRADING LIMITED

Per: *[Signature]*

FINANCIAL STATEMENTS

TRIBAG MINING CO. LIMITED

BALANCE SHEET

		Mar. 31/73	Dec. 31/72	Increase (Decrease)
<u>Current</u>	<u>ASSETS</u>			
Cash	\$	6,919	3,320	3,599
Accounts Receivable (Note 2)		24,431	21,367	3,064
Smelter Settlements Receivable (Note 2)		1,120,195	813,292	306,903
Deposits & Prepaid Expenses		8,129	13,382	(5,253)
Materials & Supplies - at cost		61,829	72,149	(10,320)
		<u>1,221,503</u>	<u>923,510</u>	<u>297,993</u>
<u>Investments</u>				
In Marketable Securities (Note 4)		127,299	127,299	-
In Associated Companies		50,050	50,050	-
		<u>177,349</u>	<u>177,349</u>	<u>-</u>
<u>Fixed Assets</u>				
Buildings, Machinery & Equipment		1,980,757	1,980,757	-
Less: Depreciation		1,143,036	1,110,396	32,640
		<u>837,721</u>	<u>870,361</u>	<u>(32,640)</u>
Mining Claims		135,051	135,051	-
		<u>972,772</u>	<u>1,005,412</u>	<u>(32,640)</u>
<u>Deferred Development</u>				
Options (Note 5)		109,751	29,188	80,563
Hydro Line Construction (Note 1)		119,651	122,043	(2,392)
		<u>229,402</u>	<u>151,231</u>	<u>78,171</u>
		<u>2,601,026</u>	<u>2,257,502</u>	<u>343,524</u>
		=====	=====	=====
	<u>LIABILITIES</u>			
<u>Current</u>				
Bank Loan (Note 2)		274,000	206,000	68,000
Accounts Payable & Accrued Liabilities		226,434	169,882	56,552
		<u>500,434</u>	<u>375,882</u>	<u>124,552</u>
<u>Shareholders Equity</u>				
Capital Stock				
- Authorized 7,500,000 shares of \$1 par value				
- Issued & fully paid 3,827,000 shares		3,827,000	3,827,000	-
Less Discount		503,000	503,000	-
		<u>3,324,000</u>	<u>3,324,000</u>	<u>-</u>
Retained Earnings		(1,223,408)	(1,442,380)	218,972
		<u>2,100,592</u>	<u>1,881,620</u>	<u>218,972</u>
		<u>2,601,026</u>	<u>2,257,502</u>	<u>343,524</u>
		=====	=====	=====
	Director			
	Director			

NOTES TO FINANCIAL STATEMENTS

FOR THE PERIOD ENDED MARCH 31, 1973

1. HYDRO-LINE

The cost of the hydro-line is recoverable from the Great Lakes Power Company Limited at the rate of 10% of the annual hydro bill.

2. BANK LOAN

The bank loan is secured by a general assignment of accounts and /or settlements receivable.

3. INCOME TAXES

At December 31, 1972 unclaimed capital cost allowances and Section 66(1) expenditures exceeded net book values of the related assets by approximately \$2,890,000. These excess allowances may be utilized to reduce taxable income in future years.

4. INVESTMENTS

The investments are not temporary and the quoted market value is not indicative of the values of these holdings which may be more or less than that indicated by market quotations.

5. DEFERRED EXPLORATION - OPTIONS

During the 1972 year the company acquired options on 2 mining properties in Vankoughnet Township in the District of Algoma in the Province of Ontario.

(a) Doughty option

Acquired on August 1, 1972 in consideration of the payment of \$2,500. To maintain the option in good standing the company is required to make the following payments:

	\$
Before February 1, 1973.....	5,000 (paid)
Before August 1, 1973.....	10,000
Before August 1, 1974.....	15,000
Before August 1, 1975.....	17,500

The agreement also provides for a royalty of 2½% of the net smelter returns from all ore mined from the property.

(b) Galvin option

Acquired on September 25, 1972 in consideration of the payment of \$1,500. To maintain the option in good standing the company is required to make the following payments:

	\$	
Before December 25, 1972.....	500	(paid)
Before March 25, 1973.....	500	(paid)
Before June 25, 1973.....	500	(paid)
Before September 25, 1973.....	4,000	
Before September 25, 1974.....	6,000	
Before September 25, 1975.....	7,000	

The agreement also provides for a royalty of 2% of the net smelter returns from all ore mined from the property.

(c) Lund option

In the current fiscal year the company entered into an additional option agreement called the Lund option (covering further acreage in Vankoughnet Township) in consideration for the payment of \$1,500. To keep this option in good standing the company will be required to pay the following amounts:

	\$	
Before January 15, 1974.....	3,000	
Before January 15, 1975.....	5,000	
Before January 15, 1976.....	10,000	

In addition if the property is placed into production a royalty of 2½% of net smelter returns is payable.

TRIBAG MINING CO., LIMITED

First Quarter Results

For the 3 Months Ended March 31

	<u>1973</u>	<u>1972</u>
Tons milled	48,807	41,327
Tons Daily	542	454
Tons Concentrate	2,539	1,971
Copper - Lbs.	1,443,011	1,209,899

STATEMENT OF EARNINGS

For the 3 Months Ended March 31

	<u>1973</u>	<u>1972</u>
Value of production	\$ 908,878	\$ 595,414
Less: Smelter, freight and marketing charges	<u>187,504</u> <u>721,374</u>	<u>147,054</u> <u>448,360</u>
Operating Expenses		
Mining	261,856	213,563
Milling	76,514	69,504
Development & exploration	9,884	122,314
General Mine expenses	100,749	107,963
Executive office expenses	<u>17,547</u> <u>466,550</u>	<u>18,144</u> <u>531,488</u>
Mine Operating profit (loss)	254,824	(83,128)
Investment income	-	1,612
Interest expense	3,212	-
Operating profit (loss)	<u>251,612</u>	<u>(81,516)</u>
Other expenses:		
Outside exploration	<u>-</u> <u>-</u>	<u>810</u> <u>810</u>
Net cash earnings (loss) before write-offs	251,612	(82,326)
Provision for depreciation	32,640	50,025
Provision for amortization	-	66,300
Net earnings (loss)	\$ <u>218,972</u>	\$ <u>(198,651)</u>
Per share	5.7¢	(5.2¢)
Average copper price	62¢	51¢

TRIBAG MINING CO., LIMITED

STATEMENT OF SOURCE AND
USE OF FUNDS

For the 3 Months Ended March 31

	<u>1973</u>	<u>1972</u>
Source of Funds:		
Net earnings for the period	\$ 218,972	\$ -
Add: Charges not requiring cash outlay:		
Depreciation	32,640	-
Amortization	-	-
Hydro line recoveries	2,392	2,188
	<u>\$ 254,004</u>	<u>\$ 2,188</u>
Use of Funds:		
Net loss for the period	\$ -	\$ 198,651
Deduct : Charges not requiring cash outlay		
Depreciation	-	50,025
Amortization	-	66,300
	<u>-</u>	<u>82,326</u>
Additions to fixed assets		9,188
Deferred development expenditures	80,563	-
	<u>80,563</u>	<u>91,514</u>
Increase (decrease) in working capital	173,441	(89,326)
Working capital January 1	547,628	990,166
Working capital March 31	<u>\$ 721,069</u>	<u>\$ 900,840</u>

N.B. The operating statements are unaudited, contain estimates, and are subject to final smelter adjustments.

17. If assets include investments in the shares or other securities of other companies, give an itemized statement thereof showing cost or book value and present market value.	<p>The following are the investments of the Company in shares or other securities of other companies, with the cost and market value thereof as at July 25, 1973:</p> <table><tr><th><u>Security</u></th><th><u>Cost</u></th><th><u>Market Value</u></th></tr><tr><td>*Teck Mining Group Limited income debentures</td><td>\$ 50,000.00</td><td>-</td></tr><tr><td>Consolidated Canadian Faraday Mines, 254 shares</td><td>1.01</td><td>\$ 162.00</td></tr><tr><td>Indusmin Limited, 250 shares</td><td>5,193.50</td><td>2,625.00</td></tr><tr><td>Sladen (Quebec) Limited, 70,074 shares</td><td>122,104.95</td><td>10,511.10</td></tr><tr><td>*Teck Mining Group Limited, 100 shares</td><td>50.00</td><td>-</td></tr></table> <p>*These debentures and shares are to be sold to Teck Corporation Limited at cost prior to the closing of the proposed change in effective control.</p>	<u>Security</u>	<u>Cost</u>	<u>Market Value</u>	*Teck Mining Group Limited income debentures	\$ 50,000.00	-	Consolidated Canadian Faraday Mines, 254 shares	1.01	\$ 162.00	Indusmin Limited, 250 shares	5,193.50	2,625.00	Sladen (Quebec) Limited, 70,074 shares	122,104.95	10,511.10	*Teck Mining Group Limited, 100 shares	50.00	-
<u>Security</u>	<u>Cost</u>	<u>Market Value</u>																	
*Teck Mining Group Limited income debentures	\$ 50,000.00	-																	
Consolidated Canadian Faraday Mines, 254 shares	1.01	\$ 162.00																	
Indusmin Limited, 250 shares	5,193.50	2,625.00																	
Sladen (Quebec) Limited, 70,074 shares	122,104.95	10,511.10																	
*Teck Mining Group Limited, 100 shares	50.00	-																	
18. Brief statement of any lawsuits pending or in process against company or its properties.	Nil																		
19. The dates of and parties to and the general nature of every material contract entered into by the company which is still in effect and is not disclosed in the foregoing.	<p>The following is a list of material contracts entered into by the Company still in effect not disclosed by the foregoing:</p> <ol style="list-style-type: none">1. The Company and Noranda Mines Limited entered into a letter agreement dated September 1, 1965, as amended January 1, 1972, providing for the smelting of the copper concentrate produced from the ore mined from the Company's Batchawana property, for the refining of the copper anodes produced from the smelting and for the sale of the resultant metals. A financing agreement dated September 1, 1965 between the Company and Noranda Mines Limited terminated after Noranda had expended in excess of \$400,000 thereunder.2. By an agreement made July 20, 1972 between William I. Doughty, as optionor, Teck Mining Group Limited (formerly Keevil Mining Group Limited), as agent on behalf of the Company, as optionee, and Robert J. Wright (as Escrow Agent), the Company acquired on August 1, 1972, 12 mining claims in Vankoughnet Township, in the District of Algoma, in the Province of Ontario, in consideration of the payment of \$2,500. The Company is required to make certain additional payments to maintain the option in good standing and to provide royalty payments of 2-1/2% of the net smelter returns of all ore mined from the property.3. By an agreement made September 25, 1972 between P.J. Galvin, as optionor, Teck Mining Group Limited, as agent on behalf of the Company, as optionee, and Ronald F. Mossman (as Escrow Agent), the Company acquired an option on a patented mining property consisting of approximately 140 acres in Vankoughnet Township, District of Algoma, in consideration of the payment of \$1,500. The Company is required to make certain additional payments to maintain the option in good standing and to provide royalty payments of 2% of the net smelter returns from all ore mined from the property. (See note 5(a) to the financial statements of the Company for the year ended March 31, 1973, attached.)4. By an agreement made January 15, 1973 between Harold W. Lund, as optionor, the Company, as optionee, and Ronald F. Mossman (as Escrow Agent), the Company acquired an option on approximately 160 acres in Vankoughnet Township, in consideration of the payment of \$1,500. The Company is required to make certain additional payments to maintain the option in good standing and to provide royalty payments of 2-1/2% of the net smelter returns from all ore mined from the property. (See note 5(c) to the financial statements of the Company for the year ended March 31, 1973, attached.)5. Agreement dated January 1, 1972 between the Company and Great Lakes Power Company Limited providing for the supply of electric power. Company received notice on October 31, 1972 of rate increases.6. Collective Agreement dated November 26, 1970 between the Company and the United Steelworkers of America, expiring October 31, 1973 but automatically renewed from year to year thereafter unless either party gives notice on or before October 31, 1973.																		

20. Statement of any other material facts and if none, so state. Also state whether any shares of the company are in the course of primary distribution to the public.	There are no material facts relating to the Company and not disclosed in this Filing Statement or in the attached financial statements. The shares of the Company are not in the course of distribution to the public.
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DATED July 26, 1973

CERTIFICATE OF THE COMPANY

The foregoing, together with the financial information and other reports where required, constitutes full, true and plain disclosure of all material facts in respect of the matters referred to in Item 1 above and in respect of the company's affairs and there is no further material information applicable. (To be signed by two principal signing officers who are directors and the corporate seal to be affixed.)

TRIBAG MINING CO. LIMITED

"J.H. Westell"

Per: [Signature]

CORPORATE
SEAL

"W.H. Maedel"

Per: [Signature]

CERTIFICATE OF UNDERWRITER OR OPTIONEE

To the best of my knowledge, information and belief, the foregoing, together with the financial information and the reports where required, constitutes full, true and plain disclosure of all material facts in respect of the matters referred to in Item 1 above in respect of the company's affairs. Concerning matters which are not within my knowledge, I have relied upon the accuracy and adequacy of the information supplied to me by the company. (To be signed by underwriter or optionee registered with the Ontario Securities Commission or a corresponding body.)

